

Hearing Date and Time: April 11, 2013 at 10:00 a.m. (ET)

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

----- X
In re: : Chapter 11
: :
Residential Capital, LLC, et al., : Case No. 12-12020 (MG)
: :
Debtors. : Jointly Administered
: :
----- X

**OMNIBUS RESPONSE OF KRAMER LEVIN NAFTALIS & FRANKEL LLP,
ANALYTIC FOCUS, LLC, COHERENT ECONOMICS, LLC, J F. MORROW, MOELIS
& COMPANY LLC, PACHULSKI STANG ZIEHL & JONES LLP, AND SAN MARINO
BUSINESS PARTNERS LLC WITH RESPECT TO THE U.S. TRUSTEE'S OBJECTION
TO THE SECOND INTERIM APPLICATIONS FOR COMPENSATION AND
REIMBURSEMENT OF EXPENSES**

TO THE HONORABLE MARTIN GLENN,
UNITED STATES BANKRUPTCY JUDGE:

The Committee Professionals¹ hereby file this omnibus response (the “**Response**”) to the Omnibus Objection of the United States Trustee Regarding Fee Applications for Second Interim Awards of Compensation and Reimbursement of Out-of-Pocket Expenses (the “**Objection**”) [Docket No. 3310].² The Committee Professionals respectfully submit as follows:

RESPONSE

1. On or before March 14, 2013, the Committee Professionals filed the following applications (collectively, the “**Applications**”):

- **Kramer Levin**: Kramer Levin sought an allowance of fees aggregating \$15,217,784.50 and reimbursement of expenses aggregating \$385,666.94 (the “**Kramer Levin Application**”).
- **Pachulski Stang**: Pachulski Stang sought an allowance of fees aggregating \$341,678.75 and reimbursement of expenses aggregating \$4,267.85 (the “**Pachulski Stang Application**”).
- **Moelis**: Moelis sought an allowance of fees aggregating \$2,400,000.00 and reimbursement of expenses aggregating \$197,895.04 (the “**Moelis Application**”).
- **Analytic Focus**: Analytic Focus sought an allowance of fees aggregating \$608,500.25 and reimbursement of expenses aggregating \$216.36 (the “**Analytic Focus Application**”).
- **Coherent**: Coherent sought an allowance of fees aggregating \$960,033.25 and reimbursement of expenses aggregating \$11,592.54 (the “**Coherent Application**”).

¹ The “**Committee Professionals**” consist of: Kramer Levin Naftalis & Frankel LLP (“**Kramer Levin**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) in the above-referenced chapter 11 cases (the “**Chapter 11 Cases**”), Analytic Focus, LLC (“**Analytic Focus**”), consultant to the Committee, Coherent Economics, LLC (“**Coherent**”), consultant to the Committee, J F. Morrow, consultant to the Committee, Moelis & Company LLC (“**Moelis**”), investment banker to the Committee, Pachulski Stang Ziehl & Jones LLP (“**Pachulski Stang**”), co-counsel to the Committee, and San Marino Business Partners LLC (“**San Marino**”) and together with Analytic Focus, Coherent and Mr. Morrow, the “**Committee RMBS Consultants**”), consultant to the Committee.

² Capitalized terms not otherwise defined herein shall have the meaning ascribed to them in the Objection.

- J F. Morrow: J F. Morrow sought an allowance of fees aggregating \$135,140.00 and reimbursement of expenses aggregating \$1,345.61 (the “**J F. Morrow Application**”).
- San Marino: San Marino sought an allowance of fees aggregating \$190,422.50 and reimbursement of expenses aggregating \$11,287.22 (the “**San Marino Application**” and together with the Analytic Focus Application, the Coherent Application, and the J F. Morrow Application, the “**Committee RMBS Consultants’ Applications**”).

2. On March 25, 2013, the United States Trustee for the Southern District of New York (the “**U.S. Trustee**”) filed the Objection, pursuant to which the U.S. Trustee objected to certain fees and expenses requested in the Applications, and requested additional documentation to support certain expenses of the Committee Professionals.

3. The Committee Professionals conferred with the U.S. Trustee and agreed to the following resolution of the U.S. Trustee’s objections:

- **Kramer Levin**: The U.S. Trustee objected to certain of the fees requested in the Kramer Levin Application on the grounds that the Kramer Levin application contained (i) fees relating to “revising the billing records to conform with the requirements of the Guidelines” (the “**Overhead Objection**”) and (ii) vague entries (the “**Vagueness Objection**”). To resolve this objection, Kramer Levin has agreed to voluntarily reduce its fees by (i) 100% of all fees related to the Overhead Objection, equal to \$100,322.50, and (ii) 10% of the fees objected to in the Vagueness Objection, or \$24,403.20, for a total voluntary reduction of \$124,725.70. In addition, in connection with the resolution of the Vagueness Objection, Kramer Levin reviewed and supplemented its time detail, a redacted version of which is set forth as **Exhibit A**. Kramer Levin was recently informed that, with these proposed reductions, the U.S. Trustee’s objection to the Kramer Levin Application is resolved. Accordingly, Kramer Levin requests entry of an order approving interim compensation in the amount of **\$15,093,058.80** and interim reimbursement of expenses in the amount of **\$385,666.94**.
- **Pachulski Stang**. To resolve the U.S. Trustee’s objection to the Pachulski Stang Application, Pachulski Stang agreed to a voluntary reduction of its fees in the amount of \$8,682.00 and a voluntary reduction of its expenses in the amount of \$212.80. With these additional reductions in fees and expenses, Pachulski Stang requests entry of an order approving interim compensation in the amount of **\$332,996.75** and interim reimbursement of expenses in the amount of **\$4,055.05**.
- **Moelis**. In its Objection, the U.S. Trustee did not object to any of Moelis’ fees, but it did object to the reimbursement of \$4,966.00 of expenses relating to the fees and expenses of Moelis’ outside counsel, Latham & Watkins LLP (“**Latham**”). For the avoidance of doubt, this Court did permit Moelis to request reimbursement of its outside counsel’s fees

and expenses relating to the preparation and prosecution of Moelis' fee applications in these cases, but did not permit reimbursement of Moelis' outside counsel's fees and expenses relating to Moelis' retention applications. *See* Transcript of July 24, 2012 hearing [Docket No. 915] at 116:20 – 131:21. As a result of this Court's ruling, paragraph 6(c)(ii) of the August 30, 2012 Order authorizing Moelis' retention [Docket No. 1315] and paragraph 9 of the September 13, 2012 Order authorizing the expanded scope of Moelis' retention [Docket No. 1432] permit Moelis to request reimbursement of the fees and expenses of its outside counsel in respect of the preparation and prosecution of Moelis' fee applications.³

Exhibit C of Moelis' second interim fee application included two Latham invoices, dated September 30, 2012 and October 31, 2012, respectively. Upon further review of those invoices, it was determined that the invoice dated September 30, 2012 included time that Latham spent on Moelis' supplemental retention application, which is not reimbursable in these cases. Of the \$4,966 that is subject to the U.S. Trustee's objection, \$2,781 pertains to Moelis' fee applications and the remaining \$2,185 pertains to Moelis' supplemental retention application. Thus, Moelis will agree to reduce its expense request in its second interim fee application by \$2,185. Moelis respectfully requests that this Court allow reimbursement of the \$2,781 that was incurred by Latham in connection with fee statements and applications.

With the additional reductions in expenses set forth above, Moelis requests entry of an order approving interim compensation in the amount of **\$2,400,000.00** and interim reimbursement of expenses in the amount of **\$195,710.04**.

Committee RMBS Consultants

4. Prior to the filing of this Response, the Committee Professionals engaged with the U.S. Trustee in an effort to resolve the Objection and, in connection therewith, provided the U.S. Trustee with significant additional information in support of the requested fees, and, where applicable, revisions to time entries identified as "vague" or "duplicative." In connection with these discussions and settlements discussed herein, the Committee RMBS Consultants, where applicable, provided the U.S. Trustee with revised time entries to clarify and provide additional detail on the work performed.⁴ Likewise, the Committee RMBS Consultants provided

³ Of course, this Court retains discretion to determine the amount of such fees and expenses that are ultimately allowed.

⁴ Copies of the revised time entries provided by certain of the Committee RMBS Consultants as discussed herein have been provided to the U.S. Trustee and the Court on a confidential basis and shall not be disclosed publicly in light of the ongoing RMBS litigation.

information to the U.S. Trustee prior to the filing of this Response to explain the nature of the work performed and the necessity of conducting similar tasks by multiple professionals on consecutive days, resulting in similar time entries. Subject to the reductions in fees as set forth below, with this additional information and revised time entries provided, the U.S. Trustee has represented that its objections with respect to the Committee RMBS Consultants are resolved.

- **Analytic Focus:** To resolve the U.S. Trustee's objection to Analytic Focus' Application, Analytic Focus agreed to a voluntary reduction of its fees in the amount of \$29,795.00. With the additional reductions in fees set forth above, Analytic Focus requests entry of an order approving interim compensation in the amount of **\$578,705.25** and interim reimbursement of expenses in the amount of **\$216.36**.
- **Coherent:** To resolve the U.S. Trustee's objection to Coherent's Application, Coherent agreed to a voluntary reduction of its fees in the amount of \$10,647.73. With the additional reductions in fees set forth above, Coherent requests entry of an order approving interim compensation in the amount of **\$949,385.52** and interim reimbursement of expenses in the amount of **\$11,592.54**.⁵
- **J F. Morrow:** To resolve the U.S. Trustee's objection to J F. Morrow's Application, J F. Morrow agreed to a voluntary reduction of its fees in the amount of \$6,757.00. With the additional reductions in fees set forth above, J F. Morrow requests entry of an order approving interim compensation in the amount of **\$128,383.00** and interim reimbursement of expenses in the amount of **\$1,345.61**.
- **San Marino:** To resolve the U.S. Trustee's objections to San Marino's Application, San Marino agreed to a voluntary reduction of its fees in the amount of \$1,809.13. With the additional reductions in fees set forth above, San Marino requests entry of an order approving interim compensation in the amount of **\$188,613.37** and interim reimbursement of expenses in the amount of **\$11,287.22**.⁶

⁵ The Objection also requested certain additional information with regard to Coherent's requested expenses, which was provided to the U.S. Trustee, and is attached hereto as **Exhibit B**, which confirmed, among other things, that all airfare was charged at or below the coach rate, that meals were capped at \$20/person, hotel charges were incurred due to unavailability at hotels in the aftermath of Hurricane Sandy, and taxi charges were only incurred to/from airports when traveling to New York in connection with its engagement. The U.S. Trustee has represented that upon its review of the additional information requested, it has no objection to Coherent's requested expenses.

⁶ The Objection also requested certain additional information with regard to San Marino's requested expenses, which was provided to the U.S. Trustee, and is attached hereto as **Exhibit C**, which confirmed that airfare was billed at or below the coach rate, and that the hotel charges were incurred due to last minute scheduling changes and unavailability at less expensive hotels. The U.S. Trustee has represented that upon its review of the additional information requested, it has no objection to San Marino's requested expenses.

5. The U.S. Trustee has agreed that the adjustments to fees and expenses discussed above, the exhibits attached hereto, and the additional documentation and information provided in support of the Committee Professionals' fees and expenses, adequately address the U.S. Trustee's objections to the Applications.⁷

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

⁷ For the avoidance of doubt, the Committee Professionals' voluntary reductions set forth herein are without prejudice to their future positions in these cases or in other cases in which they are retained.

CONCLUSION

6. Accordingly, the Committee Professionals respectfully request that, this Court approve the fees and expenses requested in the Applications (subject to the voluntary reductions set forth herein).

Dated: New York, New York
April 9, 2013

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EXHIBIT A

Kramer Levin Revised Time Entries

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PHONE 212.715.9100
FAX 212.715.8000

October 31, 2012

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 607659
066069

REVISED MARCH 13, 2013

FOR PROFESSIONAL SERVICES rendered through September 30, 2012,
as per the attached time detail.

FEES.....	\$3,771,442.50
DISBURSEMENTS AND OTHER CHARGES.....	<u>89,714.95</u>
INVOICE TOTAL	<u>\$3,861,157.45</u>

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

October 31, 2012
Invoice No. 607659

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/04/12	BENTLEY, PHILIP	Attend portion of committee co-chair call (1.1); discuss Committee update on Morrow retention w/ S. Zide (.3)	1.40	1,211.00
09/04/12	ZIDE, STEPHEN	Prepare for (.7) and attend call with Co-chairs (1.5). Emails w/ K. Eckstein, D. Mannal, R. Ringer re: same (.3); Follow up discussion w/ D. Mannal, R. Ringer re: same (.5); Draft Committee update email with R. Ringer re retention of Morrow (.4); discuss with P. Bentley re same (.3).	3.70	2,664.00
09/04/12	RINGER, RACHAEL L	Prepare for (.8) and attend (1.5) co-chair call re: agenda for 9/5 Committee meeting. Emails with K. Eckstein, D. Mannal and S. Zide re: same (.3), follow up discussion with D. Mannal and S. Zide re: same (.5), coordinate scheduling of Committee meetings with Committee members (.4).	3.50	1,907.50
09/04/12	MANNAL, DOUGLAS	Prep for (.3) and attend (1.5) co-chair call re: agenda for 9/5 Committee meeting; emails w/ K. Eckstein, S. Zide, R. Ringer re: same (.3); follow up discussion w/ S. Zide, R. Ringer re: same (.5); prep for Committee meeting re: exclusivity, AFI investigation, RMBS experts (2.0).	4.60	3,634.00
09/04/12	ECKSTEIN, KENNETH H.	Lead co-chair conference call re committee agenda for 9/5 Committee meeting.	1.50	1,485.00
09/05/12	SIMON, NORMAN	Review investigation presentation material for Committee meeting (.7); Meeting with J. Rochon re: same (1.2); Attend portion of and present at Committee meeting re: investigation analysis (1.7); emails with K. Eckstein, D. Mannal, J. Rochon regarding same (.1).	3.70	2,923.00
09/05/12	ROCHON, JENNIFER	Attend portion of Committee meeting to provide presentation to Creditors Committee re investigation analysis (1.7); meeting with N. Simon re: same (1.2).	2.90	2,291.00
09/05/12	CHIN, KENNETH	Attend portion of Creditors Committee meeting re: corporate issues and lien challenge.	4.00	3,360.00
09/05/12	CHASS, MARK	Prepare for committee meeting re junior note collateral analysis (.7); attend portion of committee meeting re waterfall analysis, collateral analysis (2.4).	3.10	2,309.50

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9/05/12	BENTLEY, PHILIP	Attend Committee co-chair meeting with S. Zide, D. Mannal and K. Eckstein re: agenda for 9/5 Committee meeting (.5); attend Committee meeting re: RMBS issues, investigation presentation (6.9).	7.40	6,401.00
09/05/12	SHAIN, ALIYA	Organize documents in preparation for full committee meeting.	2.30	655.50
09/05/12	ZIDE, STEPHEN	Meet with D. Mannal, P. Bentley, K. Eckstein and co-chairs re committee meeting (.5); prepare for same (.6). Participate in Committee meeting re Exclusivity Response, waterfall Discussion, AFI Investigation Update, Second Lien Collateral Review, RMBS, Matters Scheduled for 9/11 Hearing, Conflict Counsel, and Business Operations (7.0).	8.10	5,832.00
09/05/12	RINGER, RACHAEL L	Prepare for (.6) and attend (7.0) Committee meeting re: AFI investigation presentation, RMBS issues & experts, plan exclusivity.	7.60	4,142.00
09/05/12	MANNAL, DOUGLAS	Attend co-chair meeting with S. Zide, P. Bentley and K. Eckstein re agenda for 9/5 Committee meeting (.5); attend Committee in-person meeting re: AFI investigation presentation, RMBS issues, RMBS experts, and plan exclusivity (7.0).	7.50	5,925.00
09/05/12	TAYLOR, JEFFREY	Participate in portion of UCC call re: sale update.	2.10	1,564.50
09/05/12	DANIELS, ELAN	Attend portion of committee meeting regarding collateral review.	1.60	1,120.00
09/05/12	ECKSTEIN, KENNETH H.	Prep for full committee meeting re AFI investigation, RMBS issues, RMBS experts, and plan exclusivity.	0.70	693.00
09/05/12	ECKSTEIN, KENNETH H.	Prepare for (.3) and attend (.5) pre-meeting with co-chairs re 9/5 Committee meeting agenda.	0.80	792.00
09/05/12	ECKSTEIN, KENNETH H.	Lead full committee meeting agenda including exclusivity, junior liens, AFI investigation, RMBS, 9/11 hearing, etc.	7.00	6,930.00
09/05/12	TAYLOR, JEFFREY	Participate in committee call re: sale update (1.2)	1.20	894.00
09/06/12	BENTLEY, PHILIP	Email discussions with D. Mannal and R. Ringer re potential formation of RMBS sub-committee.	0.40	346.00

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09/06/12	RINGER, RACHAEL L	Draft language for Committee re: potential sub-committees (.3), email discussions with D. Mannal re: same (.2), revise same (.2), draft Committee update e-mail (.5), email discussions re: potential subcommittees with P. Bentley and D. Mannal (.4), coordinate with Committee members re: meeting with the Company (.2), e-mails with Committee members re: case inquiries (.2).	2.00	1,090.00
09/07/12	RINGER, RACHAEL L	Revise Committee update e-mail, e-mails with D. Mannal re: same (.4); revise summary of subcommittee role, e-mails with K. Eckstein and D. Mannal re: same (.2), emails with S. Zide re: committee update email (.4), e-mails with Committee members re: case inquiries (.1)	1.10	599.50
09/07/12	ZIDE, STEPHEN	Review and revise committee update email (.5); email with R. Ringer re same (.4).	0.90	648.00
09/10/12	BENTLEY, PHILIP	Prepare for (.3) and attend committee call re: RMBS update/status conference (1.4).	1.70	1,470.50
09/10/12	RINGER, RACHAEL L	Prepare for (.4) and attend (1.4) Committee call re [REDACTED]; draft Committee update e-mail re: case update and recent filings including Debtors' motion for lift stay procedures (.3), revise same (.2); numerous e-mails with Committee members re: hearing transcripts, meeting scheduling (.4).	2.70	1,471.50
09/10/12	MANNAL, DOUGLAS	Prep for (.5) and attend (1.4) committee conference call re exclusivity.	1.90	1,501.00
09/10/12	CHASS, MARK	Attend portion of committee meeting re JSN lien challenge.	0.80	596.00
09/10/12	ZIDE, STEPHEN	Prepare for (.6) and participate in (1.4) committee call re RMBS Update/RMBS Status Conference, Exclusivity Motion and Debtors' Revised KEIP Program.	2.00	1,440.00
09/10/12	ECKSTEIN, KENNETH H.	Prep for and lead Committee call re RMBS conference, exclusivity.	2.00	1,980.00
09/10/12	ECKSTEIN, KENNETH H.	Call w/R. Wynne re agenda items for Committee call.	0.40	396.00
09/10/12	RINGER, RACHAEL L	Call with UST re: committee quarterly certifications (.1)	0.10	54.50
09/11/12	BENTLEY, PHILIP	Attend portion of co-chair call re: agenda for 9/12 Committee meeting.	0.90	778.50

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09/11/12	RINGER, RACHAEL L	E-mails with D. Mannal re: proposed agenda for Committee meeting (.1); emails with co-chairs re: co-chair call (.3); attend co-chair call (1.5); draft Committee update email (.3); revise same (.2).	2.40	1,308.00
09/11/12	MANNAL, DOUGLAS	Prep for (.7) and attend portion of co-chair call (1.1); TCF with Committee member re RMBS objection (.6); email with K. Eckstein re same (.1)	2.50	1,975.00
09/11/12	ZIDE, STEPHEN	Review and revise Committee update email (.4). Call with co-chairs re status of hearing (1.5); follow up with K. Eckstein and D. Mannal re same (.5).	2.40	1,728.00
09/11/12	ZIDE, STEPHEN	Review and revise Committee update email.	0.20	144.00
09/11/12	ECKSTEIN, KENNETH H.	Conference call w/ Committee co-chairs re: agenda for 9/12 Committee meeting.	1.50	1,485.00
09/11/12	MANNAL, DOUGLAS	Draft subcommittee provision re Committee governance.	2.10	1,659.00
09/12/12	ALLARD, NATHANIEL	Prepare for (.4) and attend (2.0) committee conference call re: [REDACTED]	2.40	996.00
09/12/12	CHASS, MARK	Attend part of committee meeting re second lien lender issues.	1.30	968.50
09/12/12	BENTLEY, PHILIP	Attend portion of committee call re: 9/11 Hearing update and RMBS.	1.20	1,038.00
09/12/12	SHAIN, ALIYA	Organize documents (voting chart and case calendar) for Committee meeting.	0.60	171.00
09/12/12	KROUNER, SHARI K.	Attend portion of committee call re: sale process update.	0.50	420.00
09/12/12	DANIELS, ELAN	Attend portion of committee meeting regarding collateral review.	0.40	280.00
09/12/12	RINGER, RACHAEL L	Prepare for (.5) and attend (2.0) full committee meeting re [REDACTED]; draft (.5) and revise (.3) committee e-mail re [REDACTED]	3.30	1,798.50
09/12/12	MANNAL, DOUGLAS	Prep for (.9) and attend (2.0) full Committee meeting conference call.	2.90	2,291.00

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09/12/12	ZIDE, STEPHEN	Prepare for (.2) and participate in committee meeting (2.0) re hearing update, collateral review, PWC, RMBS.	2.20	1,584.00
09/12/12	ECKSTEIN, KENNETH H.	Prep for (.6) and lead Committee call re RMBS conference, exclusivity (1.4).	2.00	1,980.00
09/14/12	ZIDE, STEPHEN	Review email update to UCC re pre-auction objections.	0.20	144.00
09/14/12	ECKSTEIN, KENNETH H.	Email to R. Ringer re: agenda for 9/19 committee meeting.	0.20	198.00
09/15/12	ZIDE, STEPHEN	Email with D. Mannal re: discussion with K. Handley on plan-related issues.	0.10	72.00
09/17/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: case updates, recent filings (.3), revise same (.1).	0.40	218.00
09/18/12	ZIDE, STEPHEN	Call with co-chairs re status update on RMBS, sales, PWC and Collateral review.	0.70	504.00
09/18/12	BENTLEY, PHILIP	Attend committee co-chair call re: RMBS issues.	0.70	605.50
09/18/12	ECKSTEIN, KENNETH H.	Prepare for (.1) and attend (.7) co-chair call re: 9/19 Committee meeting agenda.	0.80	792.00
09/18/12	MANNAL, DOUGLAS	Prepare for 9/19 committee meeting re [REDACTED] (1.0); attend co-chair conference call re 9/19 Committee meeting agenda (.7).	1.70	1,343.00
09/18/12	RINGER, RACHAEL L	Prepare for 9/19 Committee meeting re: PwC retention (.5); attend co-chair call re 9/19 Committee meeting agenda (.7).	1.20	654.00
09/19/12	ALLARD, NATHANIEL	Prepare for (.2) and attend portion of committee meeting telephonically re: [REDACTED] (1.4), draft meeting minutes re: 9/12 Committee meeting (.6)	2.20	913.00
09/19/12	DANIELS, ELAN	Telephonically attend portion of Committee meeting regarding collateral review.	0.60	420.00
09/19/12	BENTLEY, PHILIP	Attend portion of committee call re: RMBS analysis update.	0.90	778.50
09/19/12	KROUNER, SHARI K.	Attend portion of UCC call re: sales update.	1.00	840.00
09/19/12	O'NEILL, P. BRADLEY	Attend portion of Committee call re: collateral review.	1.00	790.00
09/19/12	RINGER, RACHAEL L	Revise Committee update e-mail re: case updates (.3)	0.30	163.50
09/19/12	TAYLOR, JEFFREY	Participate in portion of UCC call re: sale update.	1.20	894.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/19/12	MANNAL, DOUGLAS	Prep for (.9) and attend committee update call (2)	2.90	2,291.00
09/19/12	SHIFER, JOSEPH A	Attend part of committee call re: collateral review (.8)	0.80	536.00
09/19/12	ZIDE, STEPHEN	Participate in portion of committee call re RMBS status, PWC issues, collateral review, sale update and operations update (1.5); follow up discussions with K. Eckstein and D. Mannal re same (.5).	2.00	1,440.00
09/19/12	ECKSTEIN, KENNETH H.	Attend full committee call re: case updates.	2.20	2,178.00
09/20/12	MANNAL, DOUGLAS	Revise committee update email with R. Ringer.	0.40	316.00
09/20/12	RINGER, RACHAEL L	Draft Committee update e-mail (.9), e-mails with D. Mannal re: same (.4), revise same (.3), e-mails with D. Mannal re: conflicts counsel (.2), e-mails with Committee members re: case inquiries (.2)	2.00	1,090.00
09/21/12	MANNAL, DOUGLAS	Coordinate 10/3 meeting with MoFo and Committee members.	0.30	237.00
09/21/12	MANNAL, DOUGLAS	Revise committee update email	0.30	237.00
09/21/12	RINGER, RACHAEL L	Review draft e-mail to the Committee re: STN motion (.2), draft Committee update e-mail (.8), e-mails with D. Mannal, S. Zide and P. Bentley re: same (.5), emails with P. Bentley re: same (.2), review and revise same (.4).	2.10	1,144.50
09/23/12	ALLARD, NATHANIEL	Draft 9/12 committee minutes and email R. Ringer re: same.	0.20	83.00
09/23/12	RINGER, RACHAEL L	Call with D. Flanigan re: case inquiries, e-mails re: same.	0.20	109.00
09/24/12	BENTLEY, PHILIP	Attend committee co-chair conference call re: RMBS analysis update.	1.10	951.50
09/24/12	ZIDE, STEPHEN	Review and revise email update to UCC re STN motion.	0.30	216.00
09/24/12	MANNAL, DOUGLAS	Revise update email to Committee	0.50	395.00
09/24/12	MANNAL, DOUGLAS	Prep for (1.4) and attend (1.1) co-chair call re 9/27 hearing and RMBS analysis update.	2.50	1,975.00
09/24/12	RINGER, RACHAEL L	Attend co-chair call re agenda for 9/25 Committee meeting (1.1) prepare draft agenda for same (.4).	1.50	817.50
09/24/12	ECKSTEIN, KENNETH H.	Prep for (.1) and attend (1.1) co-chair call to prep for committee meeting.	1.20	1,188.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
09/25/12	ALLARD, NATHANIEL	Prepare for (.4) and attend (1.1) Committee meeting telephonically re: [REDACTED]	1.50	622.50
09/25/12	BENTLEY, PHILIP	Attend portion of committee meeting re: status of RMBS analysis and update.	0.70	605.50
09/25/12	BESSONETTE, JOHN	Attend portion of committee call telephonically re: sale issues.	0.70	553.00
09/25/12	MANNAL, DOUGLAS	Prep for (.7) and attend weekly Committee update conference call re: [REDACTED] (1.1).	1.80	1,422.00
09/25/12	RINGER, RACHAEL L	Prep for (.4) and attend (1.1) Committee update call re: [REDACTED]	1.50	817.50
09/25/12	ZIDE, STEPHEN	Participate in portion of committee meeting re RMBS, executive comp and PWC.	0.80	576.00
09/25/12	TAYLOR, JEFFREY	Prep for (.5) and participate in (1.1) Committee conference call re: sale issues and agenda for 10/3 meeting with Debtors.	1.60	1,192.00
09/25/12	ECKSTEIN, KENNETH H.	Prepare for (.7) and attend committee conference call [REDACTED] (1.1).	1.80	1,782.00
09/27/12	MANNAL, DOUGLAS	Revise Committee update email (.4); email with Committee re case inquiries (.7)	1.10	869.00
09/27/12	ZIDE, STEPHEN	Review and revise email to Committee members re 9/27 hearing (.2).	0.20	144.00
09/28/12	ALLARD, NATHANIEL	Draft 9/12 & 9/19 meeting minutes.	0.50	207.50

KRAMER LEVIN NAFTALIS & FRANKEL LLP

1177 AVENUE OF THE AMERICAS
NEW YORK, NY 10036
PHONE 212.715.9100
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December 31, 2012

RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
UNSECURED
CREDITORS
NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 609753
066069

REVISED MARCH 13, 2013

FOR PROFESSIONAL SERVICES rendered through October 31, 2012,
as per the attached time detail.

FEES.....	\$4,616,296.50
DISBURSEMENTS AND OTHER CHARGES.....	<u>115,629.70</u>
INVOICE TOTAL	<u>\$4,731,926.20</u>

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/02/12	ALLARD, NATHANIEL	Attend Committee Co-Chair call re agenda for 10/3 Committee meeting.	1.00	415.00
10/02/12	BENTLEY, PHILIP	Attend co-chair call re: agenda for 10/3 meeting (1.0); follow up correspondence with K. Eckstein, D. Mannal, R. Ringer re: same (.6); call with K. Eckstein, R. Ringer, D. Mannal and S. Zide re: agenda for Committee meeting on 10/3 (1.9).	3.50	3,027.50
10/02/12	MANNAL, DOUGLAS	Prepare for (.2) attend co-chair call re agenda for 10/3 Committee meeting (1); calls with Moelis re company presentation at 10/3 meeting (.4).	1.60	1,264.00
10/02/12	MANNAL, DOUGLAS	Prep for (.5) and attend call with K. Eckstein, R. Ringer, S. Zide and P. Bentley re RMBS and upcoming 10/3 Committee/company meeting (1.9)	2.40	1,896.00
10/02/12	RINGER, RACHAEL L	Prepare for (.4) and attend (1.0) call with co-chairs re: agenda for 10/3 Committee meeting; draft and revise e-mail update to Committee members re in-person 10/3 meeting with Debtors (.5); prepare for 10/3 Committee meeting [REDACTED] (2.5); call with K. Eckstein, D. Mannal, S. Zide re: agenda for 10/3 committee meeting (1.9).	6.30	3,433.50
10/02/12	ZIDE, STEPHEN	Call with K. Eckstein, P. Bentley, D. Mannal and R. Ringer re agenda for 10/3 Committee meeting.	1.90	1,368.00
10/02/12	ECKSTEIN, KENNETH H.	Attend portion of conf. call w/D. Mannal, R. Ringer, P. Bentley re agenda for 10/3 Committee meeting (.6); attend co-chair call re: agenda for 10/3 committee meeting (1.0); review presentation on [REDACTED] provided by the Debtors for 10/3 Committee meeting (.6).	2.20	2,178.00
10/03/12	ALLARD, NATHANIEL	Prepare for (.1) and attend meeting with Company and Committee re [REDACTED] (3.4); attend Committee meeting re [REDACTED] (4.0).	7.50	3,112.50

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/03/12	ZIDE, STEPHEN	Prepare for (.6) and participate at meeting with the Company and Committee re operating performance, sales, PWC, wind down (3.4). Meet with committee re PWC, RMBS, exec comp, pre auction objections, DIP amendment, examiner issues, and company meeting follow up (4.0).	8.00	5,760.00
10/03/12	BESSONETTE, JOHN	Attend portion of committee meeting with company telephonically re: sales process update, etc. (2.7).	2.70	2,133.00
10/03/12	BENTLEY, PHILIP	Attend portion of committee meeting and meeting with Company re: RMBS issues.	4.80	4,152.00
10/03/12	MANNAL, DOUGLAS	Attend meeting [REDACTED] [REDACTED] (3.4); attend follow up Committee meeting re: [REDACTED] [REDACTED] (4.0); prep for same (.6).	8.00	6,320.00
10/03/12	TAYLOR, JEFFREY	Participate in meeting w/ Debtors and Committee members re: sale-related issues (3.4).	3.40	2,533.00
10/03/12	RINGER, RACHAEL L	Prepare for (.6), and attend (7.4) Committee meeting [REDACTED] [REDACTED]	8.00	4,360.00
10/03/12	ECKSTEIN, KENNETH H.	Prepare for Committee meeting with Debtors (.8); lead full day Committee meeting including company presentation and Committee agenda re: [REDACTED] [REDACTED] (7.4).	8.20	8,118.00
10/03/12	RINGER, RACHAEL L	Draft Committee update e-mail re: case updates [REDACTED] (.4), e-mails with D. Mannal and S. Zide re: same (.3).	0.70	381.50
10/04/12	RINGER, RACHAEL L	Draft update to Committee members re [REDACTED] [REDACTED]	0.30	163.50
10/04/12	RINGER, RACHAEL L	Draft additional Committee update e-mail re: recent case updates, including Committee PwC objection, resolution of motion to compel (.5), prepare documents for same (.4), revise same (.3).	1.20	654.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/06/12	ZIDE, STEPHEN	Review and revise email update to Committee members re DIP amendment (.5); email R. Ringer re same (.1).	0.60	432.00
10/06/12	RINGER, RACHAEL L	Draft Committee update e-mail re: recent pleadings and case updates (.5), revise same (.4) e-mails with S. Zide and D. Mannal re: same (.4).	1.30	708.50
10/08/12	MANNAL, DOUGLAS	Prepare for (1.1) and attend co-chair conference call re [REDACTED] (1.2); TCF with co-chair re [REDACTED] (.4).	2.70	2,133.00
10/08/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: [REDACTED] (.8)	0.80	436.00
10/09/12	RINGER, RACHAEL L	Draft update e-mail to Committee members re: case updates, recent pleadings (1.0); revise same (.5) review and prepare documents for same (.3).	1.80	981.00
10/10/12	RINGER, RACHAEL L	Attend co-chair call re: agenda for 10/11 Committee meeting (1.7), draft Committee update e-mail re: [REDACTED] (.7), revise same (.2), e-mails with S. Zide re: same (.3)	2.90	1,580.50
10/10/12	ZIDE, STEPHEN	Participate on co-chairs call re RMBS, executive compensation, plan negotiations, sale update, pre-auction objections and collateral review (1.7). Review and revise Committee update email (.2); speak with R. Ringer re same (.1).	2.00	1,440.00
10/10/12	BENTLEY, PHILIP	Attend portion of co-chair call re: RMBS issues.	0.40	346.00
10/10/12	MANNAL, DOUGLAS	Attend portion of Conference call with Committee co-chairs re hearing and independent officer at Debtors (.6); review company's presentation to UCC (.7)	1.30	1,027.00
10/10/12	ECKSTEIN, KENNETH H.	Conf call with co-chairs re agenda for 10/11 Committee call.	1.70	1,683.00
10/11/12	ALLARD, NATHANIEL	Prepare for (.2) and attend (2.7) committee meeting re: [REDACTED]	2.90	1,203.50
10/11/12	BENTLEY, PHILIP	Attend portion of Committee call re: RMBS issues.	0.30	259.50

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10/11/12	MANNAL, DOUGLAS	Prep for (1.1) and attend (2.7) Committee meeting re: [REDACTED]	3.80	3,002.00
10/11/12	CHIN, KENNETH	Phone call with Committee re: DIP and Sale issues (3); prepare for meeting (.5)	3.50	2,940.00
10/11/12	BESSONETTE, JOHN	Attend portion of creditors committee meeting telephonically re: RMBS issues.	2.40	1,896.00
10/11/12	RINGER, RACHAEL L	Prepare for (1.0) and attend (2.7) Committee meeting re: [REDACTED] and e-mails with S. Zide and D. Mannal re: same (.2)	3.90	2,125.50
10/11/12	ZIDE, STEPHEN	Prepare for (.5) and participate on (2.7) Committee call re [REDACTED]	3.20	2,304.00
10/11/12	ECKSTEIN, KENNETH H.	Prepare for Committee conf. call re: [REDACTED]	0.60	594.00
10/11/12	ECKSTEIN, KENNETH H.	Lead committee conf. call re: full agenda of case issues including [REDACTED]	2.70	2,673.00
10/12/12	MANNAL, DOUGLAS	TCF with Committee members re KEIP, as modified (.6); revise Committee update email (.3)	0.90	711.00
10/12/12	ZIDE, STEPHEN	Review Committee update email (.2); email with R. Ringer re same (.1).	0.30	216.00
10/12/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: [REDACTED]	0.80	436.00
10/15/12	MANNAL, DOUGLAS	Revise update email to Committee re: Barclays DIP amendment.	0.30	237.00
10/15/12	RINGER, RACHAEL L	Draft e-mail to co-chairs re: upcoming calls (.2), draft e-mail to Committee members re: case updates (.6), review e-mail to committee members re: pre-auction objections, e-mails with S. Zide re: same (.4)	1.20	654.00

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10/16/12	ALLARD, NATHANIEL	Draft meeting minutes for 10/11 Committee meeting.	0.30	124.50
10/16/12	ECKSTEIN, KENNETH H.	Conf call with Committee co-chairs re agenda for 10/17 Committee meeting.	1.40	1,386.00
10/16/12	MANNAL, DOUGLAS	Coordinate agenda for company presentation to Committee (.2); prep for (.2) and attend call with co-chairs re agenda for 10/17 Committee meeting (1.4).	1.80	1,422.00
10/16/12	RINGER, RACHAEL L	Attend co-chair call re agenda for 10/17 meeting (1.4), prepare for 10/17 Committee call re: [REDACTED].	1.90	1,035.50
10/16/12	ZIDE, STEPHEN	Prepare for (.6) and attend call with co-chairs re: agenda for 10/17 Committee meeting (1.4).	2.00	1,440.00
10/17/12	ALLARD, NATHANIEL	Prepare for (.8) and attend portion of telephonic committee meeting re: [REDACTED] (2.8).	3.60	1,494.00
10/17/12	ZIDE, STEPHEN	Participate on committee call re executive comp, sale update, pre-auction objections, and hearing update (3.4); prepare for same (.4). Review and revise UCC update (.3).	4.10	2,952.00
10/17/12	BESSONETTE, JOHN	Attend portions of committee meeting telephonically re: sale issues and pre-auction objections.	2.50	1,975.00
10/17/12	MANNAL, DOUGLAS	Prep for (.3) and attend Committee meeting re: [REDACTED] (3.4).	3.70	2,923.00
10/17/12	KROUNER, SHARI K.	Calls w/ L. Pettit and S. Zide re issues for UCC call (.3); monitor portions of UCC call re: sale/auction issues (2.7)	3.00	2,520.00
10/17/12	RINGER, RACHAEL L	Prepare for (.3), and attend portion of (3) Committee call re [REDACTED] draft e-mail to Committee members re: same (.3), revise same (.1)	3.70	2,016.50
10/17/12	ECKSTEIN, KENNETH H.	Prepare for (.7) and lead Committee conference call re full agenda, including [REDACTED] (3.4).	4.10	4,059.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/19/12	RINGER, RACHAEL L	Draft and revise Committee e-mail re [REDACTED] [REDACTED] (.6), e-mails with D. Mannal re: same (.2), e-mails with Committee members re: borrower committee update (.4).	1.20	654.00
10/21/12	RINGER, RACHAEL L	Draft Committee update e-mail re: bid submissions (.3), numerous e-mails with J. Bessonette, S. Zide, D. Mannal re: same (.5)	0.80	436.00
10/22/12	ALLARD, NATHANIEL	Prepare for (.3) and attend telephonic Committee meeting re: auction (1.0); draft meeting minutes for prior meetings (.5), input R. Ringer's edits re: same (.4).	2.20	913.00
10/22/12	BROOKS, MICHAEL	Participation in committee meeting re: sale process update.	1.00	700.00
10/22/12	ZIDE, STEPHEN	Committee call re sale process update and executive compensation (1). Revise Committee update re STN reply and complaint (.4); speak with E. Daniels and R. Ringer and J. Shifer re same (.2). Review and revise Committee update re KERP and fee apps (.1).	1.70	1,224.00
10/22/12	MANNAL, DOUGLAS	Prepare for (.6) and attend (1.0) attend co-chair call re: possible mediator (1.9).	3.50	2,765.00
10/22/12	RINGER, RACHAEL L	E-mails with N. Allard re: meeting minutes, review same (.8), prepare for Committee meeting (.5), draft e-mail to Committee re: exec comp issues (.4), revise same (.5), prepare for (.3) and attend call with Committee members re: sale update (1.0), draft update to Committee members re: borrowers committee (.5), attend call with co-chairs re: case issues (1.9), revise e-mail to Committee re: STN (.1), draft e-mail to Committee members re: case updates (.4), revise same (.3)	6.70	3,651.50
10/22/12	ECKSTEIN, KENNETH H.	Prepare for (.2) and attend (1.0) committee call re bids and auction process.	1.20	1,188.00
10/22/12	TAYLOR, JEFFREY	Prepare for (.2) and attend (1.0) Committee call re: auction and sale issues.	1.20	894.00
10/23/12	ZIDE, STEPHEN	Participate on portion of co-chair call re executive comp and sale and plan process (1). Emails with R. Ringer re update email to UCC (.3); revise same (.4).	1.70	1,224.00

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/23/12	RINGER, RACHAEL L	Draft meeting minutes (.4), attend co-chair call (1.8), draft e-mail to the Committee re: case updates (.5), correspondence with D. Mannal re: same (.2), revise same (.5)	3.40	1,853.00
10/23/12	MANNAL, DOUGLAS	Prep for (.4) and attend co-chair call re agenda for 10/24 Committee meeting (1.8)	2.20	1,738.00
10/23/12	ECKSTEIN, KENNETH H.	Attend portion of call with Committee co-chairs re: agenda for 10/24 Committee meeting.	0.80	792.00
10/24/12	ALLARD, NATHANIEL	Prepare for (.6) and attend committee meeting (2.6)	3.20	1,328.00
10/24/12	ZIDE, STEPHEN	Prepare for Committee meeting (.9); participate at Committee meeting re executive comp, plan negotiations, sale update and STN (2.6); follow up correspondence with K. Eckstein re same (.3).	3.80	2,736.00
10/24/12	MANNAL, DOUGLAS	Prep for (.4) and attend portion of Committee call re: [REDACTED] [REDACTED] (2.1).	2.50	1,975.00
10/24/12	FREJKA, ELISE S	Attend part of Committee call re: borrowers committee motion.	1.10	830.50
10/24/12	ECKSTEIN, KENNETH H.	Prepare for (.5) and lead Committee call with full agenda, including [REDACTED] [REDACTED] (2.6), follow-up call with co-chairs re same (.7).	3.80	3,762.00
10/24/12	RINGER, RACHAEL L	Prepare for (.5) and attend (2.6) Committee meeting re: [REDACTED] [REDACTED]; attend follow-up call with Committee co-chairs re same (.7); Draft e-mail to Committee members re: [REDACTED] [REDACTED] (3).	4.10	2,234.50
10/25/12	ZIDE, STEPHEN	Review email to Committee re: auction update and correspond with R. Ringer re same.	0.20	144.00
10/25/12	FREJKA, ELISE S	Prepare for (.2) and participate in (1.1) Committee call regarding special counsel selection and retention.	1.30	981.50

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/25/12	RINGER, RACHAEL L	Draft and revise meeting minutes (1.3), send auction updates to committee members (.2), call with Committee re: borrower counsel (1.1), prepare for same (.4).	3.00	1,635.00
10/25/12	RINGER, RACHAEL L	Draft (.3) and revise (.1) update e-mail to Committee members re: case updates and recently filed pleadings; e-mails with D. Mannal re: same (.2).	0.60	327.00
10/26/12	RINGER, RACHAEL L	Draft update for Committee members re: case updates (.4), revise same and discuss same with D. Mannal (.4)	0.80	436.00
10/28/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: case updates (.4), revise same (.2), e-mails with S. Zide and D. Mannal re: scheduling of next Committee call (.5).	1.10	599.50
10/29/12	ALLARD, NATHANIEL	Prepare for (.1) and call w/ R. Ringer re Committee call(.1), Committee call with Paulson (.8), and follow-up Committee call (.8); draft meeting minutes (.3)	2.10	871.50
10/29/12	ECKSTEIN, KENNETH H.	Call with Committee co-chairs re prep for committee call (.8): committee conf call re exec comp, management (.8), Paulson Group presentation, plan issues (1.0).	2.60	2,574.00
10/29/12	MANNAL, DOUGLAS	Attend conference call with K. Eckstein, R. Ringer and S. Zide re (1.0); prep for (.4) and attend co-chair call (.8); attend Committee call (.8); attend all-hands call with Paulson and counsel re mediator (.9).	3.90	3,081.00
10/29/12	RINGER, RACHAEL L	Attend pre-call with D. Mannal, K. Eckstein, and S. Zide re: agenda for 10/29 Committee Call (1.0); prepare for Committee call re: [REDACTED] (1.1); attend Committee call re: [REDACTED] (.8); [REDACTED] (.9); attend co-chair call re: agenda for 10/29 Committee call (.8).	4.60	2,507.00
10/29/12	ZIDE, STEPHEN	Email with R. Ringer re update to UCC on STN motion (.2); call with the Committee re: [REDACTED] (.8); follow-up Committee call [REDACTED] (.9).	1.90	1,368.00

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RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/29/12	ECKSTEIN, KENNETH H.	Review materials re Committee call, discovery content, exec comp, RMBS issues (1.4); call with D. Mannal, R. Ringer, S. Zide re prep for call with Paulson Group, committee (.7)	2.10	2,079.00
10/29/12	ZIDE, STEPHEN	Call with D. Mannal, R. Ringer and K. Eckstein re: agenda for 10/29 Committee call.	1.00	720.00
10/30/12	MANNAL, DOUGLAS	Revise draft Committee meeting minutes for prior Committee meetings.	1.10	869.00
10/31/12	ALLARD, NATHANIEL	Draft meeting minutes for 10/17, 10/22, 10/24 Committee meetings.	3.50	1,452.50
10/31/12	RINGER, RACHAEL L	E-mails with Committee members re: rescheduled hearing dates.	0.50	272.50
10/31/12	RINGER, RACHAEL L	Draft Committee update e-mail re: [REDACTED] (.3), numerous revisions to same (.5), draft and revise e-mail to non-trustees re: additional RMBS-related updates (.5)	1.30	708.50
TOTAL			<u>228.30</u>	<u>\$159,396.50</u>

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RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00019 (FEE STATEMENTS/APPLICATIONS)

December 31, 2012
Invoice No. 609753

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>SUMMARY</u>	<u>HOURS</u>	<u>AMOUNT</u>
10/12/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (2.3), calls with RMBS experts re: fee applications (.5), prepare fee application and exhibits (1.3)	4.10	2,234.50
10/13/12	RINGER, RACHAEL L	Draft fee application (4.0); draft related exhibits (2.0); revise same (1.9).	7.90	4,305.50
10/14/12	ALLARD, NATHANIEL	Review billing for privilege issues in preparation of next interim fee application	3.00	1,245.00
10/14/12	ZIDE, STEPHEN	Email with R. Ringer re preparation of fee application.	0.20	144.00
10/14/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application	1.60	872.00
10/14/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application	4.50	1,282.50
10/15/12	ZIDE, STEPHEN	Revise fee application.	0.80	576.00
10/15/12	SHAIN, ALIYA	Review billing for compliance with U.S. Trustee guidelines in preparation of next interim fee application (2.7); draft letter re: August bill to send to Committee (.6); further revise disbursement exhibits (1.5)	4.80	1,368.00
10/15/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (1.3), e-mails with A. Shain re: fee application and open items (.3), review fee application (.5)	2.10	1,144.50
10/16/12	ALLARD, NATHANIEL	Emails w/ A. Shain re: fee application preparation.	0.20	83.00
10/16/12	SHAIN, ALIYA	Update Interim fee applications with all numbers.	4.50	1,282.50
10/16/12	RINGER, RACHAEL L	Review billing for privilege issues in preparation of next interim fee application (2.1), continue reviewing bill for inclusion in Fee Application (3.0), review S. Zide comments to fee application (.1)	5.20	2,834.00
10/16/12	ZIDE, STEPHEN	Review (.6) and revise (.4) fee application.	1.00	720.00
10/17/12	ALLARD, NATHANIEL	Edit fee application (1.7), review billing for privilege issues in preparation of next interim fee application (.5)	2.20	913.00
10/17/12	ZIDE, STEPHEN	Review (.2) and revise (.5) fee application; discuss with R Ringer same (.4); review billing for privileged info (.3).	1.40	1,008.00
10/17/12	GOOT, RACHEL L	Emails with A. Shain re: preparation of disbursements for fee application.	0.50	147.50

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RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF
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NEW YORK, NY 10036

When remitting,
please reference:

Invoice Number: 613981
066069

REVISED MARCH 13, 2013

FOR PROFESSIONAL SERVICES rendered through November 30, 2012,
as per the attached time detail.

FEES.....	\$4,100,533.50
DISBURSEMENTS AND OTHER CHARGES.....	<u>108,712.18</u>
INVOICE TOTAL	<u>\$4,209,245.68</u>

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066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/01/12	ALLARD, NATHANIEL	Draft (1.6) and revise (1.0) Committee meeting minutes for 10/25, 10/29 Committee meetings.	2.60	1,079.00
11/01/12	ZIDE, STEPHEN	Review and revise email update to the Committee re: sale issues (.3); email with R. Ringer re same (.1).	0.40	288.00
11/01/12	RINGER, RACHAEL L	Draft Committee update e-mail re: sale issues (.4), revise 10/25, 10/29 Committee meeting minutes (.3)	0.70	381.50
11/02/12	RINGER, RACHAEL L	Draft Committee update e-mail re: sale issues (.4), e-mails with J. Taylor re: same (.3), revise e-mail to Committee members re: sale update (.8), revise same (.5)	2.00	1,090.00
11/02/12	MANNAL, DOUGLAS	Revise Committee update email re: sale update	0.30	237.00
11/05/12	ZIDE, STEPHEN	Review and revise Committee update email re case updates [REDACTED] (.4); emails with R. Ringer re same (.1).	0.50	360.00
11/05/12	RINGER, RACHAEL L	Draft e-mail to Committee re: agenda for 11/8 Committee meeting (.5) draft update to Committee members re: [REDACTED] [REDACTED] (.8), e-mails with Committee members re: same (.3), revise Committee update e-mail re same (.5).	2.10	1,144.50
11/05/12	MANNAL, DOUGLAS	Revise Committee update email re [REDACTED]	0.30	237.00
11/06/12	ZIDE, STEPHEN	Participate on portion of co-chair call re agenda for 11/8 Committee meeting (1.2).	1.20	864.00
11/06/12	RINGER, RACHAEL L	Emails with N. Hamerman re: coordinating for Committee presentation on investigation (.2), e-mails with LTS re: same (.2), coordinate preparations for 11/8 Committee meeting re [REDACTED] (1.5).	1.90	1,035.50
11/06/12	RINGER, RACHAEL L	Meeting with D. Mannal re: co-chair call and agenda for 11/8 Committee meeting (.2), call with Committee co-chairs re: agenda for 11/8 Committee meeting (1.4), follow up discussion with D. Mannal re: same (.3), e-mails with MoFo and S. Zide re: Committee contact information (.5)	2.40	1,308.00

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RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/06/12	MANNAL, DOUGLAS	Meeting with R. Ringer re co-chair call and agenda for 11/8 Committee meeting (.2); prep for (.2) and attend co-chair call re agenda for 11/8 Committee meeting (1.4); follow up disc. with R. Ringer re same (.3)	2.10	1,659.00
11/06/12	ECKSTEIN, KENNETH H.	Prepare for (.4) and attend co-chair conference call re: agenda for 11/8 Committee meeting (1.4).	1.80	1,782.00
11/07/12	ALLARD, NATHANIEL	Prepare for 11/8 Committee meeting re: [REDACTED]	0.50	207.50
11/07/12	RINGER, RACHAEL L	Prepare for Committee meeting re: [REDACTED] [REDACTED] (1.4), e-mails with J. Dermont re: same (.2), conduct dry-run of meeting prep (.5), assist with correcting issues re: same (.5), draft agenda for 11/8 Committee meeting re: [REDACTED] [REDACTED] (.3), e-mails with Moelis re: same (.3), draft Committee update e-mail re: [REDACTED] [REDACTED] (.4), revise same (.3), e-mails with K. Eckstein re: [REDACTED] [REDACTED] (.3), draft update e-mail re: [REDACTED] (.8), review RMBS memo re: same (.4)	5.40	2,943.00
11/08/12	BENTLEY, PHILIP	Attend portion of committee meeting re RMBS settlement.	3.70	3,200.50
11/08/12	ZIDE, STEPHEN	Participate in portion of UCC meeting re RMBS issues.	1.50	1,080.00
11/08/12	RINGER, RACHAEL L	Prepare for (1) and attend (9) full Committee meeting.	10.00	5,450.00
11/08/12	MANNAL, DOUGLAS	Prep for (.7) and attend (9.0) 11/8 UCC meeting re: [REDACTED]	9.70	7,663.00
11/08/12	ECKSTEIN, KENNETH H.	Prepare for (.5) and attend (9.0) full day Committee meeting re: RMBS presentation; investigation report.	9.50	9,405.00
11/08/12	SIMON, NORMAN	Present investigation presentation at portion of Committee meeting (2.5)	2.50	1,975.00
11/08/12	ROCHON, JENNIFER	Prepare for (.5) and present (2.5) investigation presentation to Committee at portion of Committee meeting.	3.00	2,370.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/08/12	SIMON, NORMAN	Prepare for (2.4) and attend UCC meeting to give presentation re: AFI legal claims (3.0).	5.40	4,266.00
11/08/12	LIU, GILBERT	Attend portion of Committee Meeting re: RMBS investigation (2.2)	2.20	1,793.00
11/09/12	ZIDE, STEPHEN	Review and revise email update to UCC on exec comp and sale process update (.4); call and email with R. Ringer re same (.1).	0.50	360.00
11/09/12	RINGER, RACHAEL L	Draft committee update e-mail (.5), revise same (.7); call and email with S Zide re exec comp and sale process update (.1).	1.30	708.50
11/09/12	MANNAL, DOUGLAS	Review and revise Committee update email re [REDACTED]	0.40	316.00
11/12/12	RINGER, RACHAEL L	Draft Committee update e-mail (.2), revise sale update to Committee members (.6), e-mails with S. Zide re: same (.9), review update e-mail and circulate to Committee members (.3)	2.00	1,090.00
11/13/12	ALLARD, NATHANIEL	Preparation for 11/14 Committee Meeting re: [REDACTED]	0.40	166.00
11/13/12	ZIDE, STEPHEN	Participate on co-chairs call re [REDACTED] (1.5)	1.50	1,080.00
11/13/12	ECKSTEIN, KENNETH H.	Review proposed agenda for 11/14 Committee meeting (.6), comment on same (.7); attend co-chair call re agenda for 11/14 Committee meeting (1.5).	2.80	2,772.00
11/13/12	RINGER, RACHAEL L	Draft Committee update e-mail re: agenda for 11/14 Committee meeting (.6), e-mails with D. Mannal and S. Zide re: same (.5), prepare for 11/14 Committee meeting re [REDACTED] (.3)	1.40	763.00
11/13/12	MANNAL, DOUGLAS	Prepare for (.6) and attend (1.5) co-chair call re agenda for 11/14 Committee meeting.	2.10	1,659.00
11/14/12	ZIDE, STEPHEN	Participate in portion of Committee meeting re plan negotiations.	0.50	360.00
11/14/12	RINGER, RACHAEL L	Prepare for (1.0) and attend (7.5) Committee meeting re [REDACTED]	8.50	4,632.50
11/14/12	MANNAL, DOUGLAS	Prep for (1.8) and attend portion of UCC meeting re: [REDACTED] (3.7).	5.50	4,345.00

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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/14/12	ECKSTEIN, KENNETH H.	Attend full day Committee meeting re: [REDACTED] (7.5).	7.50	7,425.00
11/14/12	SIMON, NORMAN	Attend portion of UCC meeting re: plan framework (.3).	0.30	237.00
11/15/12	ZIDE, STEPHEN	Review and revise Committee update email re: proposed sale orders (.1); email with R. Ringer re same (.1).	0.20	144.00
11/15/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: [REDACTED] (.5).	0.50	272.50
11/16/12	RINGER, RACHAEL L	Draft Committee update e-mail re [REDACTED] (.4), revise same and e-mail with S. Zide re: same (.2)	0.60	327.00
11/18/12	RINGER, RACHAEL L	Draft (.8) and revise (.6) update email to Committee members; draft email update to Committee members re: RMBS Trustee sale objections (.5); revise same (.5).	2.40	1,308.00
11/19/12	ZIDE, STEPHEN	Review and revise Committee update email on sale hearing (.3); email with R. Ringer re same (.2). Participate in portions of co-chairs call re sale hearing and case updates (1).	1.50	1,080.00
11/19/12	MANNAL, DOUGLAS	Prep for (.4) and attend co-chair call re agenda for 11/20 Committee meeting (1.4); revise update email to Committee members re: agenda for 11/20 Committee meeting, sale hearing update, letter to AFI board (.3)	2.10	1,659.00
11/19/12	ECKSTEIN, KENNETH H.	Conference call w/co-chairs re agenda for 11/20 Committee meeting (1.4).	1.40	1,386.00
11/19/12	RINGER, RACHAEL L	Draft Committee update e-mail re: agenda for 11/20 Committee meeting, sale hearing update, letter to AFI board (.6), revise same (.5).	1.10	599.50
11/20/12	ALLARD, NATHANIEL	Attend committee meeting re: [REDACTED] (1.4); draft meeting minutes for 11/14 Committee meeting (.6)	2.00	830.00
11/20/12	MANNAL, DOUGLAS	Prep for (.5) and attend conference call with Committee members re [REDACTED] (1.4); revise Committee update email re: [REDACTED] (.3)	2.20	1,738.00

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RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
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January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/20/12	RINGER, RACHAEL L	Prepare for (.4) and attend (1.4) committee call re: [REDACTED] [REDACTED] (.3)	2.10	1,144.50
11/20/12	ECKSTEIN, KENNETH H.	Lead Committee conference call re: [REDACTED] [REDACTED] (1.4)	1.40	1,386.00
11/20/12	SIMON, NORMAN	Participate on portion of UCC Committee meeting re: investigation issues (1.3).	1.30	1,027.00
11/21/12	ALLARD, NATHANIEL	Draft meeting minutes for 11/20 Committee meeting.	0.30	124.50
11/23/12	RINGER, RACHAEL L	E-mails with Committee co-chairs re: upcoming Committee meetings (.2)	0.20	109.00
11/26/12	ALLARD, NATHANIEL	Draft meeting minutes re 11/20 Committee meeting, email to R. Ringer re: same.	0.30	124.50
11/26/12	RINGER, RACHAEL L	Draft Committee update e-mail re: [REDACTED] [REDACTED] (.9), prepare additional Committee update e-mails re: [REDACTED] (.3)	1.20	654.00
11/27/12	ALLARD, NATHANIEL	Draft meeting minutes for 11/14 and 11/20 Committee meetings (3.8); discussion w/ R. Ringer re: same (.2).	4.00	1,660.00
11/27/12	ZIDE, STEPHEN	Review Committee update re: [REDACTED] [REDACTED] email with R Ringer same (.2).	0.20	144.00
11/27/12	RINGER, RACHAEL L	Discussion with N. Allard re: Committee meeting minutes for 11/14 and 11/20 Committee meetings (.2), coordinate Committee co-chair call re agenda for 11/29 Committee meeting (.2).	0.40	218.00
11/27/12	RINGER, RACHAEL L	Prep for Co-Chair call re: agenda for 11/29 Committee meeting and 11/29 Committee meeting (2.0); review Committee meeting minutes re: 11/8, 11/14, 11/20 Committee meetings (2.5); draft Committee update email re: [REDACTED] [REDACTED] (.9); revise same (.8); finalize documents for same (.7).	6.90	3,760.50

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RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
11/28/12	ALLARD, NATHANIEL	Draft meeting minutes re: 11/8, 11/14, 11/20 Committee meetings (1.3), email re: same w/ R. Ringer (.2)	1.50	622.50
11/28/12	ZIDE, STEPHEN	Participate on co-chairs call re RMBS status, exec comp (1.5); follow up discussions with D. Mannal and R. Ringer re same (.4). Email with R. Ringer re update email to UCC (.4).	2.30	1,656.00
11/28/12	MANNAL, DOUGLAS	Prep for (.1); and attend co-chair call re agenda for 11/29 Committee meeting (1.5); follow up discussion with R. Ringer, S. Zide re same (.4).	2.00	1,580.00
11/28/12	RINGER, RACHAEL L	Draft agenda for 11/29 committee call (.4), attend call with co-chairs re: agenda for 11/29 Committee meeting (1.5) follow up discussions with D. Mannal and S. Zide re: same (.4), draft committee update e-mail re [REDACTED] (.4), revise same (.5), prepare for 11/29 Committee call re [REDACTED] (.3)	3.50	1,907.50
11/28/12	ECKSTEIN, KENNETH H.	Attend co-chair conference call re: agenda for 11/29 Committee meeting (1.5)	1.50	1,485.00
11/29/12	ALLARD, NATHANIEL	Prepare materials for 11/29 Committee meeting re: [REDACTED] (1.2), attend Committee meeting re: [REDACTED] (1.3), follow-up correspondence w/ R. Ringer re: same (.1), draft 11/29 Committee meeting minutes (.5).	3.10	1,286.50
11/29/12	ZIDE, STEPHEN	Prepare for (.1) and participate on (1.3) Committee call re RMBS status.	1.40	1,008.00
11/29/12	RINGER, RACHAEL L	Prepare for (.4) and attend (1.3) Committee call re [REDACTED]	1.70	926.50
11/29/12	BENTLEY, PHILIP	Attend 11/29 Committee meeting re: RMBS issues.	1.30	1,124.50
11/29/12	ECKSTEIN, KENNETH H.	Prepare for (.3) and attend (1.3) Committee conference call re [REDACTED] (.8).	2.40	2,376.00

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When remitting,
please reference:

Invoice Number: 614076
066069

REVISED MARCH 13, 2013

FOR PROFESSIONAL SERVICES rendered through December 31, 2012,
as per the attached time detail.

FEES.....	\$2,729,512.00
DISBURSEMENTS AND OTHER CHARGES.....	<u>71,630.11</u>
INVOICE TOTAL	<u>\$2,801,142.11</u>


<u>TIMEKEEPER</u>	<u>TITLE</u>	<u>HOURS</u>	<u>Amount</u>
ECKSTEIN, KENNETH H.	PARTNER	20.40	20,196.00
SIMON, NORMAN	PARTNER	6.00	4,740.00
ROCHON, JENNIFER	PARTNER	2.50	1,975.00
MANNAL, DOUGLAS	PARTNER	35.30	27,887.00
FREJKA, ELISE S	SPEC COUNSEL	2.00	1,510.00
ZIDE, STEPHEN	ASSOCIATE	15.50	11,160.00
RINGER, RACHAEL L	ASSOCIATE	45.90	25,015.50
ALLARD, NATHANIEL	ASSOCIATE	<u>29.80</u>	<u>12,367.00</u>
TOTAL		<u>157.40</u>	<u>\$104,850.50</u>

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RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

February 28, 2013
Invoice No. 614076

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/02/12	RINGER, RACHAEL L	E-mail to non-Trustee Committee members re: draft RMBS objection (.3)	0.30	163.50
12/03/12	ZIDE, STEPHEN	Review and revise Committee update on mediation motion, RMBS scheduling order and other case updates (.4).	0.40	288.00
12/03/12	RINGER, RACHAEL L	Call with Committee re: management issues (.5), e-mail to Committee members re: case updates (.6), revise same, e-mails to S. Zide re: same (.5)	1.60	872.00
12/03/12	MANNAL, DOUGLAS	TCF with MoFo re scheduling order.	0.90	711.00
12/03/12	ECKSTEIN, KENNETH H.	Call with J. Dubel re case issues (.5); attend committee conf call re: management and plan negotiations (.8).	1.30	1,287.00
12/04/12	ALLARD, NATHANIEL	Prepare for 12/5 Committee meeting re: 	0.40	166.00
12/04/12	ZIDE, STEPHEN	Discuss Committee agenda with R. Ringer (.1).	0.10	72.00
12/04/12	ZIDE, STEPHEN	Participate on co-chairs call re Company Presentation; RMBS; Mediation Motion/Exclusivity; executive compensation; Sale Closing/Cure Claims Update; Special Regulatory Counsel; and Matters Scheduled for 12/20 Hearing (1.4), correspond re: same w/ D. Mannal, R. Ringer (.1).	1.50	1,080.00
12/04/12	RINGER, RACHAEL L	Draft agenda for 12/5 Committee meeting (.2), prepare for (.3) and attend (1.4) co-chair call re: agenda for 12/5 Committee meeting, follow up discussion with D. Mannal, K. Eckstein and S. Zide re: same (.4). Draft Committee update e-mail re agenda for 12/5 Committee meeting (.3), e-mails with D. Mannal and S. Zide re: same (.2).	2.80	1,526.00
12/04/12	FREJKA, ELISE S	Review (.5) and revise Committee update email regarding motion for class certification (.4); discuss same with D. Mannal, R. Ringer (.3).	1.20	906.00
12/04/12	MANNAL, DOUGLAS	Attend UCC co-chair call re: agenda for 12/5 Committee meeting.	1.40	1,106.00

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Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/05/12	ALLARD, NATHANIEL	Prepare for (.5) and attend (2.3) Committee meeting re: [REDACTED]	2.80	1,162.00
12/05/12	ZIDE, STEPHEN	Participate on portion of UCC call re RMBS, mediation and executive comp and plan negotiations (2).	2.00	1,440.00
12/05/12	RINGER, RACHAEL L	Prepare for (.3) and attend Committee meeting (2.3), follow up correspondence with S. Zide re: executive compensation (.7), draft Committee update e-mail (.3), finalize and send same (.3)	3.90	2,125.50
12/05/12	MANNAL, DOUGLAS	Prepare for (.6) and attend UCC conf call (2.3); follow-up call with creditor re plan and claim issues (.8)	3.70	2,923.00
12/05/12	MANNAL, DOUGLAS	Revise UCC update email re: [REDACTED]	1.40	1,106.00
12/05/12	ECKSTEIN, KENNETH H.	Lead most of Committee conference call - full agenda including company presentation, RMBS, mediation, plan negotiation issues (1.8).	1.80	1,782.00
12/07/12	MANNAL, DOUGLAS	Revise UCC update email re: [REDACTED]	0.30	237.00
12/07/12	ZIDE, STEPHEN	Review and revise UCC update email on executive comp, exclusivity and mediator (.3); emails with R. Ringer re same (.2).	0.50	360.00
12/07/12	RINGER, RACHAEL L	Draft Committee update e-mail re: [REDACTED] (.2), revise same, draft additions to same re: recently filed pleadings (.4).	0.60	327.00
12/09/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: special regulatory counsel interviews (.2).	0.20	109.00
12/09/12	ECKSTEIN, KENNETH H.	Correspond with P. McElvain re issues with items on agenda for 12/12 Committee meeting (.4).	0.40	396.00
12/10/12	ALLARD, NATHANIEL	Draft 12/5 Committee meeting minutes (.8), correspond re: same w/ R. Ringer (.2)	1.00	415.00
12/10/12	ZIDE, STEPHEN	Review and revise Committee update on comp and other matters (.3); email R. Ringer re same (.1).	0.40	288.00

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RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/10/12	RINGER, RACHAEL L	Draft e-mail to Committee members re: case updates (.5), revise same (.3) revise statement re: executive compensation per D. Mannal's comments (.4).	1.20	654.00
12/10/12	ECKSTEIN, KENNETH H.	Calls with J. Dermont re meeting w/ Committee and groups re plan issues (.8).	0.80	792.00
12/11/12	ALLARD, NATHANIEL	Prepare materials for Committee call re: Special Regulatory Counsel (.4) and attend portion of call telephonically (.6); prepare materials for December 12th standing committee call (.2); draft meeting minutes (.2).	1.40	581.00
12/11/12	ECKSTEIN, KENNETH H.	Committee conference call to interview regulatory firms (interviews plus discussions) (1.5); attend co-chair conference call to review and prepare for Wednesday standing committee call (1.4).	2.90	2,871.00
12/11/12	MANNAL, DOUGLAS	Prepare for (1.0) and attend co-chair meeting (1.4); Discussion w/ R. Ringer re: special counsel interviews (.5); revise UCC update and meeting agenda (.5)	3.40	2,686.00
12/11/12	RINGER, RACHAEL L	E-mails with co-chairs re: scheduling co-chair call (.3), discussion with D. Mannal re: e-mail to Committee members regarding special counsel interviews (.5), revise summary of same (.7), draft agenda for Committee meeting (.2), revise bullet points per K. Eckstein comments (.3), correspond with K. Eckstein and D. Mannal re: preparation for Committee co-chair call and interviews (.4), attend committee call re: special counsel interviews (1.5), attend follow up co-chair call re: case issues (1.4), draft e-mail to Committee members re: case updates and recently filed pleadings (.4), revise same and circulate to Committee members (.5).	6.20	3,379.00
12/11/12	SIMON, NORMAN	Correspondence with R. Ringer, D. Mannal re agenda for 12/12 Committee meeting (.1); analyze documents in preparation for 12/12 Committee meeting re: [REDACTED] (.9)	1.00	790.00
12/12/12	ALLARD, NATHANIEL	Prepare for (.6) and attend Committee call re: [REDACTED] (2.5); follow-up correspondence w/ R. Ringer re: same (.1).	3.20	1,328.00

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RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/12/12	ALLARD, NATHANIEL	Draft 12/12 Committee meeting minutes.	1.00	415.00
12/12/12	ZIDE, STEPHEN	Participate on UCC call re regulatory counsel, mediation motion, plan process, STN motion, securities claims motion (2.5).	2.50	1,800.00
12/12/12	MANNAL, DOUGLAS	Prepare for (1.3) and attend Committee meeting re [REDACTED] [REDACTED] (2.5).	3.80	3,002.00
12/12/12	RINGER, RACHAEL L	Prepare for (.4) and attend (2.5) Committee meeting re [REDACTED] [REDACTED] (.3), revise same and circulate to Committee members (.3).	3.50	1,907.50
12/12/12	FREJKA, ELISE S	Attend portion of committee call regarding Morgan Stanley stipulation to permit late filed claim due to Hurricane Sandy business interruption.	0.80	604.00
12/12/12	ECKSTEIN, KENNETH H.	Lead Committee conference call with full agenda [REDACTED] [REDACTED] (2.5); call with G. Lee re: same (.4).	2.90	2,871.00
12/13/12	MANNAL, DOUGLAS	Review UCC update email re: [REDACTED] [REDACTED], and comment re: same.	0.30	237.00
12/13/12	RINGER, RACHAEL L	Draft Committee update e-mail re: [REDACTED] [REDACTED] (.4), revise same (.3).	0.70	381.50
12/17/12	MANNAL, DOUGLAS	Review UCC update email re [REDACTED] [REDACTED] (.3); comments to R. Ringer re same (.2)	0.50	395.00
12/17/12	ZIDE, STEPHEN	Review and revise UCC update re: [REDACTED] [REDACTED] (.4).	0.40	288.00
12/17/12	RINGER, RACHAEL L	Draft Committee update e-mail re [REDACTED] [REDACTED] (1.7), revise same and circulate to Committee members (.8).	2.50	1,362.50

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RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/18/12	ALLARD, NATHANIEL	Prepare materials for 12/19 Committee meeting re [REDACTED] (.5); draft Committee meeting minutes re: 12/5, 12/11, 12/12 Committee meetings (4.0), correspond w/ R. Ringer re: same (.3); further draft minutes for 11/20, 11/29 Committee meetings (2.0).	6.80	2,822.00
12/18/12	ZIDE, STEPHEN	Call with Committee co-chairs re status of plan negotiations, mediation and other issues (1.7). Review and revise UCC update email and email with R. Ringer re same (.4).	2.10	1,512.00
12/18/12	MANNAL, DOUGLAS	Review UCC minutes (1.8); emails with Committee members re: information requests (1.4); prep for 12/19 UCC meeting (3.7)	6.90	5,451.00
12/18/12	ECKSTEIN, KENNETH H.	Review materials for Committee meeting (1.2); confer w/Moelis re same (.8), correspondence w/ multiple Committee members re plan related issues (1.0).	3.00	2,970.00
12/18/12	RINGER, RACHAEL L	Prepare for Committee meeting re: STN motion, securities claim motion, mediation, exclusivity (1.0), review meeting minutes re: 11/20, 11/29, 12/5, 12/11, 12/12 Committee meetings (2.0), correspondence with N. Allard re: same (.3), draft Committee update e-mail re [REDACTED] (.9), revise same (.7), correspondence with Committee members re: agenda for 12/19 Committee meeting (.8).	5.70	3,106.50
12/19/12	ALLARD, NATHANIEL	Attend Committee meeting re: [REDACTED] (6.0), draft minutes re: 12/19 Committee meeting (1.1).	7.10	2,946.50
12/19/12	ZIDE, STEPHEN	Participate at portion of UCC meeting re AFI claims, plan negotiations, Company presentation, and preparation for 12/20 hearing.	5.00	3,600.00
12/19/12	ROCHON, JENNIFER	Present to Committee on potential claims against AFI	2.50	1,975.00

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RESIDENTIAL CAPITAL, LLC, ET AL - OFFICIAL CMTE OF UNSECURED
066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2013
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<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/19/12	RINGER, RACHAEL L	Prepare for (2) and attend (6.0) Committee meeting re: plan negotiations and legal presentation of claims against AFI; discussion with D. Minoff re: questions from Committee meeting (.4), draft Committee update e-mail (.2)	8.60	4,687.00
12/19/12	MANNAL, DOUGLAS	Prepare for (4.0) and attend full UCC meeting (6.0).	10.00	7,900.00
12/19/12	SIMON, NORMAN	Prepare presentation to Committee re: claims against AFI (3); present to Committee at portion of Committee Meeting re: same (2.0).	5.00	3,950.00
12/19/12	ECKSTEIN, KENNETH H.	Prepare for Committee meeting (1.3); lead committee meeting - legal presentation re: claims against AFI, plan discussions (6.0).	7.30	7,227.00
12/20/12	ALLARD, NATHANIEL	Draft (1.3) and review (.9) 12/19 Committee minutes.	2.20	913.00
12/20/12	RINGER, RACHAEL L	Draft Committee update e-mail re: 12/20 Hearing update (.3).	0.30	163.50
12/21/12	ZIDE, STEPHEN	Review update to UCC on 12/20 hearing (.5); email R. Ringer re same (.1).	0.60	432.00
12/21/12	RINGER, RACHAEL L	Further draft summary of 12/20 hearing for Committee update (.8), revise Committee update e-mail re: [REDACTED] [REDACTED] (.3) finalize same (.7), circulate same to Committee members (.2); call with J. Dubel (co-chair) re: [REDACTED] (.5), e-mails with D. Mannal re: same (.1).	2.60	1,417.00
12/24/12	RINGER, RACHAEL L	Review and revise draft Committee update e-mail re [REDACTED] [REDACTED], e-mails with S. Zide re: same (.4)	0.40	218.00
12/26/12	ALLARD, NATHANIEL	Draft Committee meeting minutes re: 12/19 Committee meeting (.7), emails w/ R. Ringer re: same (.1).	0.80	332.00
12/26/12	MANNAL, DOUGLAS	Review UCC update email re: [REDACTED] [REDACTED] (.3), correspond w/ S. Zide, R. Ringer re: same (.3).	0.60	474.00
12/27/12	ALLARD, NATHANIEL	Draft (.4) and review (.4) meeting minutes re: 12/12, 12/19 Committee meetings.	0.80	332.00

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066069-00010 (COMMITTEE MEETINGS/COMMUNICATIONS)

January 31, 2013
Invoice No. 613981

<u>DATE</u>	<u>TIMEKEEPER</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>AMOUNT</u>
12/27/12	RINGER, RACHAEL L	Confer with D. Mannal re: December meeting minutes (.3), review same (1.0), revise same (.4).	1.70	926.50
12/27/12	MANNAL, DOUGLAS	Review meeting minutes from December Committee meetings.	2.10	1,659.00
12/28/12	ALLARD, NATHANIEL	Draft (.5) and revise (1.8) Committee meeting minutes from November and December Committee meetings.	2.30	954.50
12/28/12	RINGER, RACHAEL L	Draft Committee update e-mail re: [REDACTED] [REDACTED] (.5), e-mails with S. Zide and E. Daniels re: same and revise same (.5), review and revise 12/19 meeting minutes (1.6), coordinate with N. Allard and D. Mannal re: same (.5).	3.10	1,689.50
TOTAL			<u>157.40</u>	<u>\$104,850.5</u>

EXHIBIT B

Coherent Supplemental Expenses Information

Laura McIntyre

From: Alan Frankel
Sent: Tuesday, March 19, 2013 4:22 PM
To: Laura McIntyre
Subject: FW: eTicket Itinerary and Receipt for Confirmation L9QVBK

From: United Airlines, Inc. [mailto:unitedairlines@united.com]
Sent: Friday, August 17, 2012 6:22 PM
To: ALAN.FRANKEL@COHERENTECOM.COM
Subject: eTicket Itinerary and Receipt for Confirmation L9QVBK



Confirmation:
L9QVBK
[Check-In >](#)

Issue Date: August 17, 2012

Traveler	eTicket Number	Frequent Flyer	Seats
FRANKEL/ALANS MR	0162337590920	UA-DFE5XXXX	20E/21E

FLIGHT INFORMATION

Day, Date	Flight	Class	Departure City and Time	Arrival City and Time	Aircraft	Meal
Tue, 21AUG12	UA678	B	CHICAGO, IL (ORD - O'HARE) 11:00 AM	NEW YORK, NY (LGA - LAGUARDIA) 2:08 PM	A-319	Purchase
Wed, 22AUG12	UA687	B	NEW YORK, NY (LGA - LAGUARDIA) 3:53 PM	CHICAGO, IL (ORD - O'HARE) 5:29 PM	A-319	Purchase

FARE INFORMATION

Fare Breakdown

Airfare:	1,112.56USD
U.S. Federal Transportation Tax:	83.44
U.S. Flight Segment Tax:	7.60
September 11th Security Fee:	5.00
U.S. Passenger Facility Charge:	9.00
Per Person Total:	1,217.60USD

Form of Payment:

VISA
Last Four Digits 2874

eTicket Total: 1,217.60USD

The airfare you paid on this itinerary totals: 1,112.56 USD

The taxes, fees, and surcharges paid total: 105.04 USD

Fare Rules: Additional charges may apply for changes in addition to any fare rules listed.

/-REFUNDABLE-/

Additional Charges: Fri., Aug. 17, 2012/Visa 2874 was charged 41.00 USD for the following: Extra Legroom / EDD 01629246081551

Fri., Aug. 17, 2012/Visa 2874 was charged 49.00 USD for the following: Extra Legroom (Limited Recline) / EDD 01629246081514

Baggage allowance and charges for this itinerary.

Baggage fees are per traveler

Origin and destination for checked baggage	1 st bag	2 nd bag	Max wt / dim per piece
8/21/2012 Chicago, IL (ORD - O'Hare) to New York, NY (LGA - LaGuardia)	25.00 USD	35.00 USD	50.0lbs (23.0kg) - 62.0in (157.0cm)
8/22/2012 New York, NY (LGA - LaGuardia) to Chicago, IL (ORD - O'Hare)	25.00 USD	35.00 USD	50.0lbs (23.0kg) - 62.0in (157.0cm)

Additional Baggage Information

Carry-on baggage information

United accepts one carry-on item of no more than 45 linear inches or 114 linear centimeters in the aircraft cabin, along with one personal item (such as a shoulder or laptop bag).

Due to FAA regulations, operating carriers may have different carry-on requirements. Please check with the operating carrier for

more information or go to united.com.

General Baggage Information

First and second bag service charges do not apply to active-duty members of the U.S. military and their accompanying dependents. For additional information regarding baggage charges

allowances, weight/size restrictions, exceptions or embargoes, or charges for overweight, oversized, excess, odd-sized baggage, special items

or sporting equipment, visit united.com/baggage.

eTicket Reminders

- **Check-in Requirement** - Bags must be checked and boarding passes obtained at least 30 minutes prior to scheduled departure. Baggage will not be accepted and advance seat assignments may be cancelled if this condition is not met.

EXCEPTION: when departing from Atlanta, Chicago, Cleveland, Denver, Houston, Kona, Las Vegas, Los Angeles, Newark, Orlando, Philadelphia, Reno, San Francisco, Seattle or Tampa, the check in requirement time for Passengers and Bags is 45 minutes

- **Boarding Requirement** - Passengers must be prepared to board at the departure gate with their boarding pass at least 15 minutes prior to scheduled departure.
- Failure to meet the **Boarding Requirements** may result in cancellation of reservations, denied boarding, removal of checked baggage from the aircraft and loss of eligibility for denied boarding compensation.
- Bring your boarding pass or this eTicket Receipt along with [photo identification](#) to the airport.
- The FAA now restricts carry-on baggage to one bag plus one personal item (purse, briefcase, laptop computer, etc.) per passenger.
- For up to the minute flight information, sign-up for your Flight Status E-mail at united.com or call 1-800-784-4444; in Spanish 1-800-579-3938.
- If flight segments are not flown in order, your reservation will be cancelled. Rebooking will be subject to the fare rules governing your ticket.
- For the most current status of your reservation, flights and other important policies, go to united.com.
- Your eTicket is non transferable and valid for 1 year from the issue date unless otherwise noted in the fare rules above.

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San Diego CA, San Antonio TX, San Jose del Cabo Mexico, New York LaGuardia NY, Washington DC Reagan National, Boston

MA.

See united.com for where to check in at each airport

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- **Additional Terms** - Depending on the rules applicable to the fare paid, one or more restrictions including, but not limited to one or more of the following, may apply to your travel: (1) the ticket may not be refundable but may be exchangeable for a fee with another restricted fare ticket meeting all the rules/restrictions of the original ticket (including the payment of any difference in fares); (2) a fee may apply for changing/canceling reservations; or (3) travel may be restricted to specific flights and/or times and minimum and/or maximum stay may be required.
- **Baggage Liability** - On domestic flights, United's maximum liability limit for checked baggage is \$3300 USD per passenger and United excludes liability for all unchecked baggage. For travel within the U.S., United excludes liability for fragile, valuable or perishable items carried in all baggage including jewelry, computers, cash, camera equipment and similar valuables. If any of these items are lost, damaged or delayed, you will not be entitled to any reimbursement. You can declare excess valuation on certain baggage at the airport, additional fees will apply.
- **ADVICE TO INTERNATIONAL PASSENGERS ON CARRIER LIABILITY** - Passengers on a journey involving an ultimate destination or stop in a country other than the country of departure are advised that international treaties known as the Montreal Convention, or its predecessor, the Warsaw Convention, including its amendments, may apply to the entire journey, including any portion thereof within a country. For such passengers, the treaty, including special contracts of carriage embodied in applicable tariffs, governs and may limit the liability of the Carrier in respect of death of or injury to passengers, and for destruction or loss of, or damage to, baggage, and for delay of passengers and baggage.
- **Notice—Overbooking of Flights** - Airline flights may be overbooked, and there is a slight chance that a seat will not be available on a flight for which a person has a confirmed reservation. If the flight is overbooked, no one will be denied a seat until airline personnel first ask for volunteers willing to give up their reservation in exchange for compensation of the airline's choosing. If there are not enough volunteers, the airline will deny boarding to other persons in accordance with its particular boarding priority. With few exceptions, including failure to comply with the carrier's check-in deadline which are available upon request from the air carrier, persons denied boarding involuntarily are entitled to compensation. *The complete rules for the payment of compensation and each airline's boarding priorities are available at all airport ticket counters and boarding locations. Some airlines do not apply these consumer protections to travel from some foreign countries, although other consumer protections may be available. Check with your airline or your travel agent.*
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For assistance, please contact United Airlines via telephone or via e-mail.

Laura McIntyre

From: Alan Frankel
Sent: Tuesday, March 19, 2013 5:49 PM
To: Laura McIntyre
Subject: FW: eTicket Itinerary and Receipt for Confirmation NQQZTG

From: United Airlines, Inc. [mailto:unitedairlines@united.com]
Sent: Friday, November 02, 2012 1:38 PM
To: Alan Frankel
Subject: eTicket Itinerary and Receipt for Confirmation NQQZTG



Confirmation:
NQQZTG
[Check-In >](#)

Issue Date: November 01, 2012

Traveler	eTicket Number	Frequent Flyer	Seats
FRANKEL/ALANSR	0162345300272	UA-DFE5XXXX Premier Silver / *S	3E/3B

FLIGHT INFORMATION

Day, Date	Flight	Class	Departure City and Time	Arrival City and Time	Aircraft	Meal
Tue, 06NOV12	UA620	U	CHICAGO, IL (ORD - O'HARE) 4:05 PM	WASHINGTON, DC (DCA - NATIONAL) 6:57 PM	A-320	
Thu, 08NOV12	UA687	ZN	NEW YORK, NY (LGA - LAGUARDIA) 4:00 PM	CHICAGO, IL (ORD - O'HARE) 5:40 PM	A-320	Dinner

FARE INFORMATION

Fare Breakdown

Airfare:	761.86USD
U.S. Federal Transportation Tax:	57.14
U.S. Flight Segment Tax:	7.60
September 11th Security Fee:	5.00
U.S. Passenger Facility Charge:	9.00
Per Person Total:	840.60USD

Form of Payment:

VISA
Last Four Digits 2874

eTicket Total: 840.60USD

The airfare you paid on this itinerary totals: 761.86 USD

The taxes, fees, and surcharges paid total: 78.74 USD

Fare Rules: Additional charges may apply for changes in addition to any fare rules listed.

Additional Charges: Wed., Oct. 31, 2012/Visa 2874 was charged 79.00 USD for the following: Cabin Upgrade / EDD 01629201245081
Wed., Oct. 31, 2012/Visa 2874 was charged 49.00 USD for the following: Extra Legroom (Limited Recline) / EDD 01629201245055

Baggage allowance and charges for this itinerary.

Baggage fees are per traveler

Origin and destination for checked baggage	1 st bag	2 nd bag	Max wt / dim per piece
11/6/2012 Chicago, IL (ORD - O'Hare) to Washington, DC (DCA - National)	0.00 USD	0.00 USD	70.0lbs (32.0kg) - 62.0in (157.0cm)
11/8/2012 New York, NY (LGA - LaGuardia) to Chicago, IL (ORD - O'Hare)	0.00 USD	0.00 USD	70.0lbs (32.0kg) - 62.0in (157.0cm)

The service charges for standard first, second and third checked bags have been waived based on the fare purchased. Changes to the fare type purchased could result in increased baggage service charges within specified size and weight limits.

Additional Baggage Information

Carry-on baggage information

United accepts one carry-on item of no more than 45 linear inches or 114 linear centimeters in the aircraft cabin, along with one personal item (such as a shoulder or laptop bag).

Due to FAA regulations, operating carriers may have different carry-on requirements. Please check with the operating carrier for more information or go to united.com.

General Baggage Information

First and second bag service charges do not apply to active-duty members of the U.S. military and their accompanying dependents. For additional information regarding baggage charges allowances, weight/size restrictions, exceptions or embargoes, or charges for overweight, oversized, excess, odd-sized baggage, special items or sporting equipment, visit united.com/baggage.

eTicket Reminders

- **Check-in Requirement** - Bags must be checked and boarding passes obtained at least 30 minutes prior to scheduled departure. Baggage will not be accepted and advance seat assignments may be cancelled if this condition is not met.

EXCEPTION: when departing from Atlanta, Chicago, Cleveland, Denver, Houston, Kona, Las Vegas, Los Angeles, Newark, Orlando, Philadelphia, Reno, San Francisco, Seattle or Tampa, the check in requirement time for Passengers and Bags is 45 minutes

- **Boarding Requirement** - Passengers must be prepared to board at the departure gate with their boarding pass at least 15 minutes prior to scheduled departure.
- Failure to meet the **Boarding Requirements** may result in cancellation of reservations, denied boarding, removal of checked baggage from the aircraft and loss of eligibility for denied boarding compensation.
- Bring your boarding pass or this eTicket Receipt along with [photo identification](#) to the airport.
- The FAA now restricts carry-on baggage to one bag plus one personal item (purse, briefcase, laptop computer, etc.) per passenger.
- For up to the minute flight information, sign-up for your Flight Status E-mail at united.com or call 1-800-784-4444; in Spanish 1-800-579-3938.
- If flight segments are not flown in order, your reservation will be cancelled. Rebooking will be subject to the fare rules governing your ticket.
- For the most current status of your reservation, flights and other important policies, go to united.com.
- Your eTicket is non transferable and valid for 1 year from the issue date unless otherwise noted in the fare rules above.

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Satisfy your cravings with something tasty from our new In-Flight Menu. Snacks or freshly prepared selections are available for purchase on most flights between two and a half and six and a half hours.

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While we continue combining our airline, some stations will operate in multiple terminals. Be sure to check your flight status to ensure you arrive at the right terminal before your flight. You can check flight status and gate information at united.com or on the go with mobile.united.com or the United App.

Effective with our March 3 move to a single reservation system, our operations will be split in the following airports. Baltimore MD, Geneva Switzerland, London Heathrow England, Madrid Spain, Kansas City MO, New Orleans LA, San Diego CA, San Antonio TX, San Jose del Cabo Mexico, New York LaGuardia NY, Washington DC Regan National, Boston MA.

See united.com for where to check in at each airport

IMPORTANT CONSUMER NOTICES

- **Incorporated Terms** - Your travel is subject to United's Contract of Carriage terms. The Contract is available for inspection at any UA ticketing facility, united.com or by calling 1-800-UNITED-1. Passengers have the right to receive the full text of the terms incorporated by reference free of charge by mail or other delivery service. The Contract terms include rules about limits on liability for personal injury or death and for loss, damage, or delay of goods and baggage, check-in times, overbooking, security issues, reservations, denial of carriage, refunds, claims limits and restrictions, including time limitations for filing a claim or lawsuit, and schedule changes and irregularities. The [Contract of Carriage](#) contains further detail of these terms.
- **Additional Terms** - Depending on the rules applicable to the fare paid, one or more restrictions including, but not limited to one or more of the following, may apply to your travel: (1) the ticket may not be refundable but may be exchangeable for a fee with another restricted fare ticket meeting all the rules/restrictions of the original ticket (including the payment of any difference in fares); (2) a fee may apply for changing/canceling reservations; or (3) travel may be restricted to specific flights and/or times and minimum and/or maximum stay may be required.
- **Baggage Liability** - On domestic flights, United's maximum liability limit for checked baggage is \$3300 USD per passenger and United excludes liability for all unchecked baggage. For travel within the U.S., United excludes liability for fragile, valuable or perishable items carried in all baggage including jewelry, computers, cash, camera equipment and similar valuables. If any of these items are lost, damaged or delayed, you will not be entitled to any reimbursement. You can declare excess valuation on certain baggage at the airport, additional fees will apply.
- **ADVICE TO INTERNATIONAL PASSENGERS ON CARRIER LIABILITY** - Passengers on a journey involving an ultimate destination or stop in a country other than the country of departure are advised that international treaties known as the Montreal Convention, or its predecessor, the Warsaw Convention, including its amendments, may apply to the entire journey, including any portion thereof within a country. For such passengers, the treaty, including special contracts of carriage embodied in applicable tariffs, governs and may limit the liability of the Carrier in respect of death of or injury to passengers, and for destruction or loss of, or damage to, baggage, and for delay of passengers and baggage.
- **Notice—Overbooking of Flights** - Airline flights may be overbooked, and there is a slight chance that a seat will not be available on a flight for which a person has a confirmed reservation. If the flight is overbooked, no one will be denied a seat until airline personnel first ask for volunteers willing to give up their reservation in exchange for compensation of the airline's choosing. If there are not enough volunteers, the airline will deny boarding to other persons in accordance with its particular boarding priority. With few exceptions, including failure to comply with the carrier's check-in deadline which are available upon request from the air carrier, persons denied boarding involuntarily are entitled to compensation. *The complete rules for the payment of compensation and each airline's boarding priorities are available at all airport ticket counters and boarding locations. Some airlines do not apply these consumer protections to travel from some foreign countries, although other consumer protections may be available. Check with your airline or your travel agent.*
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For assistance, please contact United Airlines via telephone or via e-mail.

Laura McIntyre

From: Alan Frankel
Sent: Tuesday, March 19, 2013 4:21 PM
To: Laura McIntyre
Subject: FW: eTicket Itinerary and Receipt for Confirmation BR4C1N

From: United Airlines, Inc. [mailto:unitedairlines@united.com]
Sent: Monday, November 05, 2012 3:34 PM
To: Alan Frankel
Subject: eTicket Itinerary and Receipt for Confirmation BR4C1N



Confirmation:
BR4C1N
[Check-In >](#)

Issue Date: November 05, 2012

Traveler	eTicket Number	Frequent Flyer	Seats
FRANKEL/ALANSMR	0162345725136	UA-DFE5XXXX Premier Silver / *S	5B/3B

FLIGHT INFORMATION

Day, Date	Flight	Class	Departure City and Time	Arrival City and Time	Aircraft	Meal
Mon, 12NOV12	UA688	P	CHICAGO, IL (ORD - O'HARE) 4:00 PM	NEW YORK, NY (LGA - LAGUARDIA) 7:04 PM	757-200	Purchase
Thu, 15NOV12	UA570	ZN	NEW YORK, NY (LGA - LAGUARDIA) 7:00 PM	CHICAGO, IL (ORD - O'HARE) 8:42 PM	A-320	Snack

FARE INFORMATION

Fare Breakdown

Airfare:
U.S. Federal Transportation Tax:
U.S. Flight Segment Tax:
September 11th Security Fee:
U.S. Passenger Facility Charge:
Per Person Total:

861.40USD
64.60
7.60
5.00
9.00
947.60USD

Form of Payment:

VISA
Last Four Digits 2874

eTicket Total:

947.60USD

The airfare you paid on this itinerary totals: 861.40 USD

The taxes, fees, and surcharges paid total: 86.20 USD

Fare Rules: Additional charges may apply for changes in addition to any fare rules listed.

Additional Charges: Mon., Nov. 5, 2012/Visa 2874 was charged 89.00 USD for the following: Cabin Upgrade / EDD 01629204291960
Mon., Nov. 5, 2012/Visa 2874 was charged 37.00 USD for the following: Extra Legroom (Limited Recline) / EDD 01629204291945

Baggage allowance and charges for this itinerary.

Baggage fees are per traveler

Origin and destination for checked baggage	1 st bag	2 nd bag	Max wt / dim per piece
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11/12/2012 Chicago, IL (ORD - O'Hare) to New York, NY (LGA - LaGuardia)	0.00 USD	0.00 USD	70.0lbs (32.0kg) - 62.0in (157.0cm)
11/15/2012 New York, NY (LGA - LaGuardia) to Chicago, IL (ORD - O'Hare)	0.00 USD	0.00 USD	70.0lbs (32.0kg) - 62.0in (157.0cm)

The service charges for standard first, second and third checked bags have been waived based on the fare purchased. Changes to the fare type purchased could result in increased baggage service charges within specified size and weight limits.

Additional Baggage Information

Carry-on baggage information

United accepts one carry-on item of no more than 45 linear inches or 114 linear centimeters in the aircraft cabin, along with one personal item (such as a shoulder or laptop bag).

Due to FAA regulations, operating carriers may have different carry-on requirements. Please check with the operating carrier for

more information or go to united.com.

General Baggage Information

First and second bag service charges do not apply to active-duty members of the U.S. military and their accompanying dependents. For additional information regarding baggage charges

allowances, weight/size restrictions, exceptions or embargoes, or charges for overweight, oversized, excess, odd-sized baggage, special items

or sporting equipment, visit united.com/baggage.

eTicket Reminders

- **Check-in Requirement** - Bags must be checked and boarding passes obtained at least 30 minutes prior to scheduled departure. Baggage will not be accepted and advance seat assignments may be cancelled if this condition is not met.

EXCEPTION: when departing from Atlanta, Chicago, Cleveland, Denver, Houston, Kona, Las Vegas, Los Angeles, Newark, Orlando, Philadelphia, Reno, San Francisco, Seattle or Tampa, the check in requirement time for Passengers and Bags is 45 minutes

- **Boarding Requirement** - Passengers must be prepared to board at the departure gate with their boarding pass at least 15 minutes prior to scheduled departure.
- Failure to meet the **Boarding Requirements** may result in cancellation of reservations, denied boarding, removal of checked baggage from the aircraft and loss of eligibility for denied boarding compensation.
- Bring your boarding pass or this eTicket Receipt along with [photo identification](#) to the airport.
- The FAA now restricts carry-on baggage to one bag plus one personal item (purse, briefcase, laptop computer, etc.) per passenger.
- For up to the minute flight information, sign-up for your Flight Status E-mail at united.com or call 1-800-784-4444; in Spanish 1-800-579-3938.
- If flight segments are not flown in order, your reservation will be cancelled. Rebooking will be subject to the fare rules governing your ticket.
- For the most current status of your reservation, flights and other important policies, go to united.com.
- Your eTicket is non transferable and valid for 1 year from the issue date unless otherwise noted in the fare rules above.

Customer Care Contact Information

We welcome your compliments, comments or complaints regarding United or a United travel experience. You may contact us using our Customer Care contact form at united.com

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1100 destinations worldwide. Go to www.staralliance.com to find out more. You've earned it.

Food for Purchase Now Available

Satisfy your cravings with something tasty from our new In-Flight Menu. Snacks or freshly prepared selections are available for purchase on most flights between two and a half and six and a half hours.

Split terminal operations

While we continue combining our airline, some stations will operate in multiple terminals. Be sure to check your flight status to ensure you arrive at the right terminal before your flight. You can check flight status and gate information at united.com or on the go with mobile.united.com or the United App.

Effective with our March 3 move to a single reservation system, our operations will be split in the following airports.

Baltimore MD, Geneva Switzerland, London Heathrow England, Madrid Spain, Kansas City MO, New Orleans LA, San Diego CA, San Antonio TX, San Jose del Cabo Mexico, New York LaGuardia NY, Washington DC Reagan National, Boston MA.

See united.com for where to check in at each airport

IMPORTANT CONSUMER NOTICES

- **Incorporated Terms** - Your travel is subject to United's Contract of Carriage terms. The Contract is available for inspection at any UA ticketing facility, united.com or by calling 1-800-UNITED-1. Passengers have the right to receive the full text of the terms incorporated by reference free of charge by mail or other delivery service. The Contract terms include rules about limits on liability for personal injury or death and for loss, damage, or delay of goods and baggage, check-in times, overbooking, security issues, reservations, denial of carriage, refunds, claims limits and restrictions, including time limitations for filing a claim or lawsuit, and schedule changes and irregularities. The [Contract of Carriage](#) contains further detail of these terms.
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For assistance, please contact United Airlines via telephone or via e-mail.

Laura McIntyre

From: Alan Frankel
Sent: Tuesday, March 19, 2013 4:25 PM
To: Laura McIntyre
Subject: FW: eTicket Itinerary and Receipt for Confirmation OW76H5

From: United Airlines, Inc. [mailto:unitedairlines@united.com]
Sent: Monday, December 10, 2012 2:08 PM
To: Alan Frankel
Subject: eTicket Itinerary and Receipt for Confirmation OW76H5



A STAR ALLIANCE MEMBER 

Confirmation:
OW76H5
[Check-In >](#)

Issue Date: December 10, 2012

Traveler	eTicket Number	Frequent Flyer	Seats
FRANKEL/ALANSMR	0162348928162	UA-DFE5XXXX Premier Silver / *S	2A/6C

FLIGHT INFORMATION

Day, Date	Flight	Class	Departure City and Time	Arrival City and Time	Aircraft	Meal
Sun, 16DEC12	UA3443	Z	CHICAGO, IL (ORD - O'HARE) 10:01 AM	NEW YORK, NY (LGA - LAGUARDIA) 1:13 PM	ERJ 170	

Flight operated by SHUTTLE AMERICA AIRLINES doing business as UNITED EXPRESS.
If this is an originating flight on your itinerary, please check in at the UNITED AIRLINES TERM 1 ticket counter.

Fri, 21DEC12	UA3448	M	NEW YORK, NY (LGA - LAGUARDIA) 7:00 PM	CHICAGO, IL (ORD - O'HARE) 8:45 PM	ERJ 170	
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Flight operated by SHUTTLE AMERICA AIRLINES doing business as UNITED EXPRESS.

FARE INFORMATION

Fare Breakdown

Airfare:	954.42USD
U.S. Federal Transportation Tax:	71.58
U.S. Flight Segment Tax:	7.60
September 11th Security Fee:	5.00
U.S. Passenger Facility Charge:	9.00
Per Person Total:	1,047.60USD

Form of Payment:

VISA
Last Four Digits 2874

eTicket Total: 1,047.60USD

The airfare you paid on this itinerary totals: 954.42 USD

The taxes, fees, and surcharges paid total: 93.18 USD

Fare Rules: Additional charges may apply for changes in addition to any fare rules listed.

/-REFUNDABLE-/

Additional Charges: Mon., Dec. 10, 2012/Visa 2874 was charged 39.00 USD for the following: Economy Plus Seat / EDD
01629227440256

Baggage allowance and charges for this itinerary.

Baggage fees are per traveler

Origin and destination for checked baggage	1 st bag	2 nd bag	Max wt / dim per piece
12/16/2012 Chicago, IL (ORD - O'Hare) to New York, NY (LGA - LaGuardia)	0.00 USD	0.00 USD	70.0lbs (32.0kg) - 62.0in (157.0cm)
12/21/2012 New York, NY (LGA - LaGuardia) to Chicago, IL (ORD - O'Hare)	0.00 USD	35.00 USD	50.0lbs (23.0kg) - 62.0in (157.0cm)

MileagePlus® Premier® Silver membership must be valid at time of check-in to qualify for a waiver of the first standard checked bag service charge within specified size and weight limits.

Additional Baggage Information

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Food for Purchase Now Available

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Split terminal operations

While we continue combining our airline, some stations will operate in multiple terminals. Be sure to check your flight status to ensure you arrive at the right terminal before your flight. You can check flight status and gate information at

united.com or on the go with mobile.united.com or the United App.

Effective with our March 3 move to a single reservation system, our operations will be split in the following airports. Baltimore MD, Geneva Switzerland, London Heathrow England, Madrid Spain, Kansas City MO, New Orleans LA, San Diego CA, San Antonio TX, San Jose del Cabo Mexico, New York LaGuardia NY, Washington DC Regan National, Boston MA.

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THANK YOU
O'Hare International Airport
Parking Facility - Lot A
PO Box 66179, Chicago, IL, 60666-0179
Tel: (773) 686-7532

DAILY TICKET

Transaction-Id:	2472
In:	11/19/2012 10:32 AM
Out:	11/20/2012 10:08 PM
Duration:	1 11:36
Lane:	31
Vehicle LPN:	P242816
ID:	sanag
Parking Fees	\$ 66.00
Validations:	\$ 0.00
Total:	\$ 66.00
CREDIT CARD	\$ 66.00
Balance Due	\$ 0.00
VISA	XXXXXXXXXXXX2874
Auth	04994G

Includes All Applicable Taxes

Laura McIntyre

From: Alan Frankel
Sent: Tuesday, March 19, 2013 10:35 PM
To: Laura McIntyre
Subject: FW: Receipt for Conference Call

From: Conference Call Account Manager [<mailto:receipts@conferencemgr.com>]
Sent: Thursday, September 06, 2012 9:56 AM
To: Alan Frankel
Cc: Alan Frankel
Subject: Receipt for Conference Call

Alan,

We have charged your credit card for the following conference call. This e-mail will serve as your receipt. The charge will appear on your credit card bill as "Conference Call Services". If you have any questions, please contact customer support at conference-support@telephony.com or call 1-800-535-1005. Please refer to Support Authorization Number 723821-12099904 in any correspondence regarding this transaction.

Your Conference ID: RESCAP

Transaction Summary

Transaction Number:	12192169
Description:	Web-Scheduled Premium 800
Card Type:	Visa
Last Four Digits:	2874
Transaction Total:	\$11.23


Transaction Details

Conference Date:	Thursday, September 6, 2012
Reservation Start Time:	09:00 AM Central Daylight Time
Reservation End Time:	09:55 AM Central Daylight Time
Total Calls:	4
Total Minutes:	97
Rate per Minute:	0.10
Web-Scheduled Premium 800	\$9.70
FUSF Surcharge	\$1.53

Conference Details

#	Start Time	End Time	Caller Nbr	Dialed Nbr	Mins.	Rate	Charge
1	08:57:41	09:23:41	917-371-6953	800-610-4500	26	0.10	2.60
2	08:59:12	09:23:12	847-527-9292	800-610-4500	24	0.10	2.40

3	08:59:18	09:23:18	205-981-2322	800-610-4500	24	0.10	2.40
4	09:00:08	09:23:08	617-489-2534	800-610-4500	23	0.10	2.30



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Enroll Today

Thank you for using FreeConference.com

Laura McIntyre

From: Alan Frankel
Sent: Tuesday, March 19, 2013 10:35 PM
To: Laura McIntyre
Subject: FW: Receipt for Conference Call

From: Conference Call Account Manager [<mailto:receipts@conferencemgr.com>]
Sent: Friday, September 28, 2012 2:27 PM
To: Alan Frankel
Cc: Alan Frankel
Subject: Receipt for Conference Call

Alan,

We have charged your credit card for the following conference call. This e-mail will serve as your receipt. The charge will appear on your credit card bill as "Conference Call Services". If you have any questions, please contact customer support at conference-support@telephony.com or call 1-800-535-1005. Please refer to Support Authorization Number 723821-12181130 in any correspondence regarding this transaction.

Transaction Summary

Transaction Number: 12472056
Description: Web-Scheduled Premium 800
Card Type: Visa
Last Four Digits: 2874
Transaction Total: \$31.24

Transaction Details


Conference Date: Friday, September 28, 2012
Reservation Start Time: 01:00 PM Central Daylight Time
Reservation End Time: 02:25 PM Central Daylight Time
Total Calls: 4
Total Minutes: 270
Rate per Minute: 0.10
Web-Scheduled Premium 800 \$27.00
FUSF Surcharge \$4.24

Conference Details

#	Start Time	End Time	Caller Nbr	Dialed Nbr	Mins.	Rate	Charge
1	12:58:16	14:10:16	847-527-9292	800-610-4500	72	0.10	7.20
2	13:00:27	14:10:27	212-715-9505	800-610-4500	70	0.10	7.00
3	13:00:42	14:10:42	617-489-2534	800-610-4500	70	0.10	7.00
4	13:05:06	14:03:06	212-715-	800-610-	58	0.10	5.80

9458

4500



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Enroll Today

Thank you for using FreeConference.com

Laura McIntyre

From: Alan Frankel
Sent: Tuesday, March 19, 2013 10:36 PM
To: Laura McIntyre
Subject: FW: Receipt for Conference Call

From: Conference Call Account Manager [<mailto:receipts@conferencemgr.com>]
Sent: Sunday, September 30, 2012 3:26 PM
To: Alan Frankel
Cc: Alan Frankel
Subject: Receipt for Conference Call

Alan,

We have charged your credit card for the following conference call. This e-mail will serve as your receipt. The charge will appear on your credit card bill as "Conference Call Services". If you have any questions, please contact customer support at conference-support@telephony.com or call 1-800-535-1005. Please refer to Support Authorization Number 723821-12183981 in any correspondence regarding this transaction.

Transaction Summary

Transaction Number: 12480432
Description: Web-Scheduled Premium 800
Card Type: Visa
Last Four Digits: 2874
Transaction Total: \$37.49


Transaction Details

Conference Date: Sunday, September 30, 2012
Reservation Start Time: 02:00 PM Central Daylight Time
Reservation End Time: 03:25 PM Central Daylight Time
Total Calls: 5
Total Minutes: 324
Rate per Minute: 0.10
Web-Scheduled Premium 800 \$32.40
FUSF Surcharge \$5.09

Conference Details

#	Start Time	End Time	Caller Nbr	Dialed Nbr	Mins.	Rate	Charge
1	14:00:33	15:06:33	617-489-2534	800-610-4500	66	0.10	6.60
2	14:00:38	15:06:38	847-913-8187	800-610-4500	66	0.10	6.60
3	14:01:43	15:06:43	818-790-2412	800-610-4500	65	0.10	6.50
4	14:02:37	15:06:37	212-280-	800-610-	64	0.10	6.40

		5845	4500			
5	14:03:33	15:06:33	646-468- 7120	800-610- 4500	63	0.10 6.30



Earn Airline Miles: Talk it Up!

Become a Loyalty Rewards Program member, and watch your miles accrue every time you conference. Choose from three of the world's most popular airlines. Sign up today to start earning miles right away!

Enroll Today

Thank you for using FreeConference.com

Laura McIntyre

From: Alan Frankel
Sent: Tuesday, March 19, 2013 10:36 PM
To: Laura McIntyre
Subject: FW: Receipt for Conference Call

From: Conference Call Account Manager [<mailto:receipts@conferencemgr.com>]
Sent: Friday, November 09, 2012 2:56 PM
To: Alan Frankel
Cc: Alan Frankel
Subject: Receipt for Conference Call

Alan,

We have charged your credit card for the following conference call. This e-mail will serve as your receipt. The charge will appear on your credit card bill as "Conference Call Services". If you have any questions, please contact customer support at conference-support@telephony.com or call 1-800-535-1005. Please refer to Support Authorization Number 723821-12329366 in any correspondence regarding this transaction.

Transaction Summary

Transaction Number: 12971580
Description: Web-Scheduled Premium 800
Card Type: Visa
Last Four Digits: 2874
Transaction Total: \$32.52


Transaction Details

Conference Date: Friday, November 9, 2012
Reservation Start Time: 01:30 PM Central Std Time
Reservation End Time: 02:55 PM Central Std Time
Total Calls: 6
Total Minutes: 277
Rate per Minute: 0.10
Web-Scheduled Premium 800 \$27.70
FUSF Surcharge \$4.82

Conference Details

#	Start Time	End Time	Caller Nbr	Dialed Nbr	Mins.	Rate	Charge
1	13:27:17	13:58:17	210-651-3749	800-610-4500	31	0.10	3.10
2	13:28:05	13:58:05	205-981-2322	800-610-4500	30	0.10	3.00
3	13:29:49	14:32:49	847-913-8187	800-610-4500	63	0.10	6.30
4	13:31:07	14:03:07	617-489-	800-610-	32	0.10	3.20

		2534	4500			
5	13:31:13	14:32:13	212-280-5845	800-610-4500	61	0.10 6.10
6	13:32:45	14:32:45	212-715-9458	800-610-4500	60	0.10 6.00



Earn Airline Miles: Talk it Up!

Become a Loyalty Rewards Program member, and watch your miles accrue every time you conference. Choose from three of the world's most popular airlines. Sign up today to start earning miles right away!

Enroll Today

Thank you for using FreeConference.com

Payment Due Date	New Balance	Past Due Amount	Minimum Payment
09/23/12	[REDACTED]	\$0.00	\$25.00

Account number: [REDACTED]

\$ [REDACTED]

Make your check payable to:
Chase Card Services.
Please write amount enclosed.
New address or e-mail? Print on back.

49673 85X 9 24812 C
ROY EPSTEIN
ROY J EPSTEIN PHD
34 CUSHING AVE
BELMONT MA 02478-2709



CARDMEMBER SERVICE
PO BOX 15153
WILMINGTON DE 19886-5153



Manage your account online:
www.chase.com/ink

Customer Service
1-800-945-2028

Additional contact
information on back →

ACCOUNT SUMMARY

Account Number: 4246 3151 5765 4490

Previous Balance	[REDACTED]
Payment, Credits	[REDACTED]
Purchases	[REDACTED]
Cash Advances	\$0.00
Balance Transfers	\$0.00
Fees Charged	\$0.00
Interest Charged	\$0.00
New Balance	\$2,635.55
Opening/Closing Date	08/02/12 - 09/02/12
Total Credit Line	[REDACTED]
Available Credit	[REDACTED]
Cash Access Line	[REDACTED]
Available for Cash	[REDACTED]

PAYMENT INFORMATION

New Balance	[REDACTED]
Payment Due Date	09/23/12
Minimum Payment Due	\$25.00

Late Payment Warning: If we do not receive your minimum payment by the due date, you may have to pay up to a \$39 late fee.

Minimum Payment Warning: Enroll in Auto-Pay and avoid missing a payment. To enroll, call the number on the back of your card or go to the web site listed above.

INK CASHSM POINT SUMMARY

Previous Points Balance	1 [REDACTED]
Bonus Points	98
Base Points on all Purchases	[REDACTED]
Points Earned through Chase Rewards Plus	0
Points distributed this month	[REDACTED]
New Point Balance	[REDACTED]

You're on your way!
Visit www.chase.com/ink
to redeem now, or add employee
cards and earn points even faster!

902 Points to expire on statement in August 2014

Earn 3 points on all eligible purchases made at gas stations, restaurants, home improvement & hardware stores, and office supply stores. Earn 1 pt. per \$1 spent on all other purchases with no limits or caps. You can also earn up to 10 points per dollar spent when you make online business purchases at hundreds of leading merchants. Visit www.chaserewardsplus.com to see our current offers.

ACCOUNT ACTIVITY

Date of Transaction	Merchant Name or Transaction Description	\$ Amount
08/11	[REDACTED]	[REDACTED]
08/21	[REDACTED]	[REDACTED]
07/31	[REDACTED]	150.38
08/02	[REDACTED]	[REDACTED]
08/02	[REDACTED]	[REDACTED]
08/05	[REDACTED] NJ	[REDACTED]
08/10	[REDACTED]	[REDACTED]
08/18	[REDACTED]	[REDACTED]
08/20	[REDACTED]	[REDACTED]
08/19	US AIRWAYS 0372482451775 800-428-4322 AZ	839.60
	082212 1 N BOS LGA	
	2 N LGA BOS	
08/19	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]
08/21	[REDACTED] A	[REDACTED]
08/20	[REDACTED] CAMBRIDGE	[REDACTED]
08/22	NYC TAXI MED 8H16 LONG ISLAND NY	41.04

ACCOUNT ACTIVITY (CONTINUED)

Date of Transaction	Merchant Name or Transaction Description	\$ Amount
08/22	NYC TAXI MED 5L59 WOODSIDE NY	38.16
08/22	TRAFFIC,PARKING, & TRAN.- 617-3494700 MA	25.00
08/25	[REDACTED]	[REDACTED]
09/02	[REDACTED]	[REDACTED]
08/28	[REDACTED]	[REDACTED]
	ROY EPSTEIN	
	TRANSACTIONS THIS CYCLE (CARD 4490) \$ [REDACTED]	
	INCLUDING PAYMENTS RECEIVED	

2012 Totals Year-to-Date

Total fees charged in 2012	\$0.92
Total interest charged in 2012	\$0.00

Year-to-date totals reflect all charges minus any refunds applied to your account.

INTEREST CHARGES

Your Annual Percentage Rate (APR) is the annual interest rate on your account.

Balance Type	Annual Percentage Rate (APR)	Balance Subject To Interest Rate	Interest Charges
PURCHASES			
Purchases	9.99% (v)	-0-	-0-
CASH ADVANCES			
Cash Advances	19.24% (v)	-0-	-0-
BALANCE TRANSFERS			
Balance Transfers	9.99% (v)	-0-	-0-

(v) = Variable Rate

32 Days in Billing Period

Please see Information About Your Account section for the Calculation of Balance Subject to Interest Rate, Annual Renewal Notice, How to Avoid Interest on Purchases, and other important information, as applicable.

IMPORTANT NEWS

Your Ink business card comes with Jot, our free mobile app and online tool. Make a purchase, get an alert. Instantly tag with custom categories you create. Then, download expense reports on-demand. To learn more about Jot, just visit chase.com/jot.



Date 20

**OFFICIAL
TAXI RECEIPT**

FROM 347-837-3476

TO

FARE TOLL TOTAL 36

SIGNATURE #

Pg 70 of 99

Payment Due Date	New Balance	Past Due Amount	Minimum Payment
01/23/13		\$0.00	\$25.00

Account number: [REDACTED]

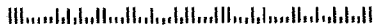
\$ [REDACTED]

Make your check payable to:
Chase Card Services.
Please write amount enclosed.
New address or e-mail? Print on back.

88250 BEX 9 113 C
ROY EPSTEIN
ROY J EPSTEIN PHD
34 CUSHING AVE
BELMONT MA 02478-2709



CARDMEMBER SERVICE
PO BOX 15153
WILMINGTON DE 19886-5153



Manage your account online:
www.chase.com/ink

Customer Service
1-800-945-2028

Additional contact
information on back →

ACCOUNT SUMMARY

Account Number: 4246 3151 5765 4490

Previous Balance	[REDACTED]
Payment, Credits	[REDACTED]
Purchases	[REDACTED]
Cash Advances	\$0.00
Balance Transfers	\$0.00
Fees Charged	\$0.00
Interest Charged	\$0.00
New Balance	\$2,404.11
Opening/Closing Date	12/03/12 - 01/01/13
Total Credit Line	[REDACTED]
Available Credit	[REDACTED]
Cash Access Line	[REDACTED]
Available for Cash	[REDACTED]

PAYMENT INFORMATION

New Balance	[REDACTED]
Payment Due Date	01/23/13
Minimum Payment Due	\$25.00

Late Payment Warning: If we do not receive your minimum payment by the due date, you may have to pay up to a \$39 late fee.

Minimum Payment Warning: Enroll in Auto-Pay and avoid missing a payment. To enroll, call the number on the back of your card or go to the web site listed above.

INK CASHSM POINT SUMMARY

Previous point balance [REDACTED]
+ 2pt per \$1 rsmt, gas stn, o/c sply, hm imp st [REDACTED]
+ 1 point per \$1 earned on all purchases [REDACTED]
= Total points available for redemption [REDACTED]

It's easy to redeem your points for cash back or gift cards from popular merchants. Please visit www.chase.com to see the options and to book travel.

3,438 points due to expire on January 2015 statement

Your Ink Cash card earns 1 point per \$1 spent on every purchase. You earn an additional 2 points per \$1 spent at restaurants, gas stations, office supply stores and home improvement stores - up to \$2,000 each statement period which equates to 4,000 additional points. Points expire 24 months after they first appear on your statement.

ACCOUNT ACTIVITY

Date of Transaction	Merchant Name or Transaction Description	\$ Amount
12/03	[REDACTED]	[REDACTED]
12/05	[REDACTED]	[REDACTED]
12/05	[REDACTED]	[REDACTED]
12/08	[REDACTED]	[REDACTED]
12/14	[REDACTED] UT	[REDACTED]
12/15	UNITED 0162349309900 713-324-5000 TX 122312 1 W EWR BOS	129.80
12/15	[REDACTED]	[REDACTED]
12/14	UNITED 0162349309900 713-324-5000 TX [REDACTED] BOS	[REDACTED]
12/14	UNITED 0162923050972 713-324-5000 TX 122312 1 E EWR BOS	9.00
12/14	[REDACTED]	[REDACTED]
12/14	USAIRWAYS 0372495439448 800-428-4322 AZ 122012 1 N BOS LGA	419.80
12/19	[REDACTED]	[REDACTED]
12/20	NYC TAXI LONG ISLAND CNY	55.70
12/20	MCCUE'S TAXI-WATERTOWN WATERTOWN MA	54.50

ACCOUNT ACTIVITY (CONTINUED)

Date of Transaction	Merchant Name or Transaction Description	\$ Amount
12/21	NJT NY PENN STA 0109 NEW YORK NY	10.00
12/21	[REDACTED]	[REDACTED]
12/22	[REDACTED]	[REDACTED]
12/23	MADISON TRANSPORTATION I 9733772164 NJ	84.55
12/26	THE FLATOTEL NEW YORK NY	223.01
12/28	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]
	[REDACTED]	[REDACTED]
	ROY EPSTEIN	
	TRANSACTIONS THIS CYCLE (CARD 4490) \$2,404.11	
	INCLUDING PAYMENTS RECEIVED	
12/21	Payment Thank You - Web	
	ROY J EPSTEIN PHD	
	TRANSACTIONS THIS CYCLE (CARD 4508) [REDACTED]	

2013 Totals Year-to-Date	
Total fees charged in 2013	\$0.00
Total interest charged in 2013	\$0.00
Year-to-date totals reflect all charges minus any refunds applied to your account.	

INTEREST CHARGES

Your Annual Percentage Rate (APR) is the annual interest rate on your account.

Balance Type	Annual Percentage Rate (APR)	Balance Subject To Interest Rate	Interest Charges
PURCHASES			
Purchases	9.99% (v)	-0-	-0-
CASH ADVANCES			
Cash Advances	19.24% (v)	-0-	-0-
BALANCE TRANSFERS			
Balance Transfer	9.99% (v)	-0-	-0-

(v) = Variable Rate

30 Days in Billing Period

Please see Information About Your Account section for the Calculation of Balance Subject to Interest Rate, Annual Renewal Notice, How to Avoid Interest on Purchases, and other important information, as applicable.

Laura McIntyre

From: Alan Frankel
Sent: Tuesday, March 19, 2013 10:32 PM
To: Laura McIntyre
Subject: FW: Your payment to HeinOnline (A Product of William S. Hein & Co., Inc.)

From: service@paypal.com [<mailto:service@paypal.com>]
Sent: Saturday, August 25, 2012 8:26 PM
To: Alan Frankel
Subject: Your payment to HeinOnline (A Product of William S. Hein & Co., Inc.)



**You sent a payment of \$29.95 USD to
HeinOnline (A Product of William S. Hein &
Co., Inc.).**

Aug 25, 2012 18:25:40 PDT
Receipt No:3974-6350-6268-6646

Hello Alan Frankel,

Merchant information:

HeinOnline (A Product of William S. Hein & Co.,
Inc.)
techsupport@wshein.com
<http://shop.heinonline.org>
800-277-6995

Instructions to merchant:

None provided

This charge will appear on your credit card statement as payment to PAYPAL *HEINONLINE.

Shipping information

Shipping method

Not specified

Description	Unit price	Qty	Amount
Law Journal Library Subscription: 24 hours	\$29.95 USD	1	\$29.95 USD

Total: \$29.95 USD

Receipt No: 3974-6350-6268-6646

Please keep this receipt number for future reference. You'll need it if you contact customer service at HeinOnline (A Product of William S. Hein & Co., Inc.) or PayPal.

Use PayPal next time!

It's the safer, easier way to pay.

No need to type your information.

Your personal and financial information is securely stored and never shared with merchants when you pay.

[Sign up for a PayPal account.](#)

[Help Center](#) | [Security Center](#)

Please don't reply to this email. It'll just confuse the computer that sent it and you won't get a response.

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PayPal Email ID PP1469

Laura McIntyre

From: Alan Frankel
Sent: Sunday, December 23, 2012 10:44 AM
To: Laura McIntyre
Subject: FW: Your Dec 16, 2012 - Dec 21, 2012 stay at the Renaissance New York Times Square Hotel

From: Thanks for staying! [mailto:efolio@renaissancehotels.com]
Sent: Sunday, December 23, 2012 3:51 AM
To: Alan Frankel
Subject: Your Dec 16, 2012 - Dec 21, 2012 stay at the Renaissance New York Times Square Hotel

Thank you for choosing the Renaissance New York Times Square Hotel for your recent stay.

As requested, below is a billing summary or adjustment for your stay. **If you have questions about your bill**, please contact us at (212) 765-7676 or RTS-Billing@renaissancehotels.com.

[Make another reservation on RenaissanceHotels.com >>](#)



Marriott Rewards members may receive this email automatically after every stay.

[Join Marriott Rewards today >>](#)

Summary of Your Stay

Hotel: Renaissance New York Times Square Hotel
Two Times Square, 714 Seventh Avenue at W. 48th Street
New York, New York 10036
USA
(212) 765-7676

Guest: FRANKEL/ALAN/MR
COHERENT ECONOMICS
2800 ACACIA TERRACE
BUFFALO GROVE, IL 60089
USA

Dates of stay: Dec 16, 2012 - Dec 21, 2012
Guest number: 19333
Marriott Rewards number: None

Room number: 906
Group number:

Date	Description	Reference	Charges	Credits
12/16/12	TELECOMM	WFB	0.00	
12/16/12	STATETAX	WFB	0.00	
12/16/12	TELE TAX	WFB	0.00	
12/16/12	TCOM TAX	WFB	0.00	
12/16/12	2XSQUARE	3333	40.76	
12/16/12	ROOM	906, 1	369.00	
12/16/12	NYS TAX	906, 1	32.75	
12/16/12	NYC TAX	906, 1	21.68	

12/16/12	OCC TAX	906, 1	3.50
12/17/12	2XSQUARE	3430	5.00
12/17/12	TELECOMM	WFB	0.00
12/17/12	STATETAX	WFB	0.00
12/17/12	TELE TAX	WFB	0.00
12/17/12	TCOM TAX	WFB	0.00
12/17/12	MINI-BAR	28929	7.62
12/17/12	ROOM	906, 1	429.00
12/17/12	NYS TAX	906, 1	38.07
12/17/12	NYC TAX	906, 1	25.20
12/17/12	OCC TAX	906, 1	3.50
12/18/12	2XSQUARE	3614	5.00
12/18/12	TELECOMM	WFB	0.00
12/18/12	STATETAX	WFB	0.00
12/18/12	TELE TAX	WFB	0.00
12/18/12	TCOM TAX	WFB	0.00
12/18/12	ROOM	906, 1	429.00
12/18/12	NYS TAX	906, 1	38.07
12/18/12	NYC TAX	906, 1	25.20
12/18/12	OCC TAX	906, 1	3.50
12/19/12	2XSQUARE	3760	5.00
12/19/12	TELECOMM	WFB	0.00
12/19/12	STATETAX	WFB	0.00
12/19/12	TELE TAX	WFB	0.00
12/19/12	TCOM TAX	WFB	0.00
12/19/12	ROOM	906, 1	429.00
12/19/12	NYS TAX	906, 1	38.07
12/19/12	NYC TAX	906, 1	25.20
12/19/12	OCC TAX	906, 1	3.50
12/20/12	2XSQUARE	3932	10.00
12/20/12	TELECOMM	WFB	0.00
12/20/12	STATETAX	WFB	0.00
12/20/12	TELE TAX	WFB	0.00
12/20/12	TCOM TAX	WFB	0.00
12/20/12	ROOM	906, 1	429.00
12/20/12	NYS TAX	906, 1	38.07
12/20/12	NYC TAX	906, 1	25.20
12/20/12	OCC TAX	906, 1	3.50
12/21/12	2XSQUARE	4094	5.00

12/21/12 Payment - Visa 2,488.39
XXXXXXXXXXXX2874

Total balance 0.00 USD

Was that the best night's sleep you've ever had? [How about a repeat performance at your place!](#)

COLLECTRENAISSANCE.COM

Important Information

Do Not Reply to this Email

This email is an auto-generated message. Replies to automated messages are not monitored. If you have any questions please contact the hotel directly at (212) 765-7676.

Why Have I Received this Email?

You have received this email because you requested during your stay to receive an electronic version of your bill by email.

Availability

Electronic versions of your hotel bill, available by email from our over 2,300 participating properties in the Marriott family of hotels in the USA and Canada, are emailed to you within 72 hours of check-out. These email messages reflect changes made to your bill up to 11pm on your day of departure. Any adjustments after that time may not be shown.

If you have received this email in error, [please notify us](#).

Learn more about eFolio, [receiving your hotel bills by email](#).

Authenticity of Bills

Marriott retains official records of all charges and credits to your account and will honor only those records.

Privacy

Your privacy is important to Marriott. For full details of our privacy policy, please visit our [Internet Privacy Statement](#).

Credit of Marriott Rewards Points

After a stay, it may take up to 7 days for Marriott Rewards points to be credited to your account.

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Laura McIntyre

From: Alan Frankel
Sent: Tuesday, March 19, 2013 10:31 PM
To: Laura McIntyre
Subject: FW: Receipt - Inside Mortgage Finance Publications

From: Inside Mortgage Finance [<mailto:service@imfpubs.com>]
Sent: Thursday, December 13, 2012 1:34 PM
To: Alan Frankel
Cc: orders@imfpubs.com
Subject: Receipt - Inside Mortgage Finance Publications

Thank you for your order! This is your receipt.

Product Quantity: 1
Product Description: - Gearing Up for New GSE Buyback Rules 10/14/12 Webinar MP3 and Manual
Product Amount: \$285.00
Code:

We are very glad to have you as our customer and we hope you are satisfied with your purchase. If this **report** does not meet your expectations, please contact us immediately. We only issue refunds for reports returned in saleable condition within five business days of the delivery date.

Thank you for choosing Inside Mortgage Finance, the "go-to" place for industry news and data. **Please note:** If you have purchased a downloadable product — you must be **logged in** to our website for access to it.

[Go to your purchase: Gearing Up for New GSE Buyback Rules 10/14/12 Webinar MP3 and Manual](#)

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Invoice Number: 37337
Sub Total: \$285.00
Tax Amount: \$0.00
Total Amount Charged: \$285.00
Credit Card Type: visa
Credit Card Number: 4246-31xx-xxxx-2874

Ordered By

Alan Frankel
Coherent Economics

2800 Acacia Terrace
Buffalo Grove, IL 60089 US
alan.frankel@coherentecon.com

Ph: 847-913-8187
Fax:
Source: WSJ/Barrons/other article

Inside Mortgage Finance Publications, Inc.

7910 Woodmont Ave. Ste. 1000, Bethesda, MD 20814 Tel: (301) 951-1240, www.insidemortgagefinance.com



Frankel, Alan	Page Number	1	Invoice Nbr	1000055551
322 S Michigan Ave Ste 1300	Guest Number	1981132	Arrive Date	08-21-2012
Chicago, IL 60604-4200	Folio ID	A	Depart Date	08-22-2012
	No. Of Guest	1		
	Room Number	4131		
	Club Account	SPG - C50443648175		
	Time	08-23-2012 03:40		

Duplicate Invoice

Date	Reference	Description	Charges	Credits
08-21-2012	501590130	Shula`s Steakhouse	\$76.44	
08-21-2012	RT4131	Room Chrg Comm Retail	\$429.00	
08-21-2012	RT4131	Room Tax - 8.875% Sales & Use	\$38.07	
08-21-2012	RT4131	City Tax - 5.875%	\$25.20	
08-21-2012	RT4131	Occupancy Tax - \$2.00	\$2.00	
08-21-2012	RT4131	NYS Javits Ctr Tax	\$1.50	
08-22-2012	VI	Visa		\$-572.21
08-22-2012	501592190	Shula`s Steakhouse	\$62.26	
08-22-2012	VI	Visa		\$-62.26
		** Total	\$634.47	\$-634.47
		** Balance	\$0.00	

For Authorization Purpose Only

ALAN FRANKEL

Date	Credit Card	Code	Authorized
08-22-2012	XXXX2874	03342G	62.26
08-21-2012	XXXX2874	02243G	579.15

For your convenience, we have prepared this zero-balance folio indicating a \$0 balance on your account. Please be advised that any charges not reflected on this folio will be charged to the credit card on file with the hotel. While this folio reflects a \$0 balance, your credit card may not be charged until after your departure. You are ultimately responsible for paying all of your folio charges in full.

EXPENSE SUMMARY REPORT

Currency: USD

Date	Rm & Tax	Fd & Bev	Telephone	Misc.	Other	Total	Payment
08-21-2012	\$495.77	\$76.44	\$0.00	\$0.00	\$0.00	\$572.21	\$0.00
08-22-2012	\$0.00	\$62.26	\$0.00	\$0.00	\$0.00	\$62.26	\$-634.47
Total	\$495.77	\$138.70	\$0.00	\$0.00	\$0.00	\$634.47	\$-634.47

Continued on the next page



Frankel, Alan	Page Number	2	Invoice Nbr	1000055551
322 S Michigan Ave Ste 1300	Guest Number	1981132	Arrive Date	08-21-2012
Chicago, IL 60604-4200	Folio ID	A	Depart Date	08-22-2012
	No. Of Guest	1		
	Room Number	4131		
	Club Account	SPG - C50443648175		
	Time	08-23-2012 03:40		

Duplicate Invoice

Your SPG Account C50443648175 earned at least 1135 Starpoints. Get 10,000 more with the SPG Credit Card. spg.com/axpcard

Thank you for choosing Starwood Hotels. We look forward to welcoming you back soon!

Signature_____

130 West 46th Street
New York, NY 10036
212.485.2400 :Phone
212.485.2789 :Fax
877.692.6873 :Reservations
www.themusehotel.com



Frankel, Alan

Room Number: 604

Daily Rate:

Room Type: EXKG

No. of Guests: 1 / 0

US

ARRIVAL	DEPARTURE	CREDIT CARD	RATE PLAN	CATEGORY	ACCOUNT
11/19/12	11/20/12	XXXXXXXXXXXX2874	ENR	IECH	11460357966
DATE	ROOM NO.	DESCRIPTION	REFERENCE	AMOUNT	
11/19/12	604	HONOR BAR FOOD	604/174055/Heineken 12 oz	\$8.13	
11/19/12	604	NIOS RESTAURANT	604/6003/18:39/NIOS RESTAURANT	\$70.80	
11/20/12	604	VISA	VISA	(\$78.93)	

CREDIT DUE: _____ (\$0.00)

Ship To: Alan Frankel
Coherent Economics

Account No.		Purchase Order No.		Order Date		Order Number		Terms		Invoice Date		Shipping Method			
9539987				9/24/2012		1190738		Net 30 Days		9/24/2012					
Qty Ordered	Qty Shipped	Back-Ordered	Item Code Description							Unit Price		Extended Price			
1	1		DP6-305070-RS-I NDS: Data On Demand (Custom Report) Historical Report - Prime, Subprime, Subprime ARM, Subprime Fixed							400.00		400.00			
Line Item Total		Freight		Handling		Restocking/ Cancellation Fee		Tax		Subtotal		Amount Received		Amount Due	
400.00										400.00		400.00			
Net 30															

Account number: ~~1234 5678 9010 1111~~

\$

Make your check payable to:
Chase Card Services.
Please write amount enclosed.
New address or e-mail? Print on back.

~~XXXXXXXXXXXX~~XXXXXXXXXXXX1000000000000000

76023 BEX Z 213 C
ALAN S FRANKEL
COHERENT ECONOMICS
2800 ACACIA TER
BUFFALO GROVE IL 60089-6670

[illegible]

CARDMEMBER SERVICE
PO BOX 15153
WILMINGTON DE 19886-5153

Abstract

BUSINESS CARD STATEMENT

Manage your account online:
www.chase.com/businesscards

Customer Service
1-888-287-9219

Additional contact information on back

ACCOUNT SUMMARY

Account Number: [REDACTED]

Previous Balance	\$10,332.02
Payment, Credits	-\$10,362.02
Purchases	+\$9,788.72
Cash Advances	\$0.00
Balance Transfers	\$0.00
Overdrafts	\$0.00
Fees Charged	\$0.00
Interest Charged	+\$67.89
New Balance	\$9,826.61

Opening/Closing Date	12/03/12 - 01/02/13
Total Credit Line	\$18,700
Available Credit	\$8,873
Cash Access Line	\$3,740
Available for Cash	\$3,740

PAYMENT INFORMATION

New Balance	\$9,826.61
Payment Due Date	01/24/13
Minimum Payment Due	\$166.00

Late Payment Warning: If we do not receive your minimum payment by the due date, you may have to pay up to a \$39 late fee.

Minimum Payment Warning: Enroll in Auto-Pay and avoid missing a payment. To enroll, call the number on the back of your card or go to the web site listed above.

MILEAGEPLUS MILES EARNED

2x miles earned from United purchases	
Miles earned on all purchases	
Miles earned this statement period	
Total miles transferred to United	
Year to date miles earned on credit cards	

9,053
5,233
14,286
14,286
14,286

Thank you for choosing the United MileagePlus Visa! Please visit www.united.com/chase to see all of your redemption options!
1-800-421-4655 (MileagePlus)
1-800-241-6522 (Reservations)

Your United MileagePlus Visa allows you to earn unlimited miles for your everyday spend! You earn 2 miles for every \$1 you spend at United Airlines and 1 mile for every \$1 you spend on all other purchases.

ACCOUNT ACTIVITY

Date of Transaction	Merchant Name or Transaction Description	\$ Amount
---------------------	--	-----------

12/13	
12/02	
12/03	
12/04	
12/04	
12/05	
12/08	
12/07	
12/10	
12/10	
12/07	
12/10	
	122
12/10	
	121

Statement Date: 12/31/12
Account Number: [REDACTED]

Pg 84 of 99

Page 2 of 3
OVER**ACCOUNT ACTIVITY (CONTINUED)**

Date of Transaction	Merchant Name or Transaction Description	\$ Amount
12/13	INSIDE MORTGAGE FINANCE 307-507-1248 MD	266.00
12/14	OFFICE MAX DEENFIELD IL	39.22
12/14	CHRYSLER FINANCIAL GROUP CHICAGO IL	146.00
12/14	SHREVE OIL 3744168300 DEENFIELD IL	30.69
12/14	INSIDE MORTGAGE FINANCE 307-507-1248 MD	192.00
12/18	EL MARINO NEW YORK CITY NY	208.00
12/18	AUREOLE NEW YORK NY	121.25
12/19	UTSAV RESTAURANT NEW YORK NY	87.15
12/21	COC O'HARE -A,B,C LOT CHICAGO IL	196.00
12/22	[REDACTED]	183.52
12/21	LONDON NYC F&B NEW YORK NY	183.52
12/22	[REDACTED]	183.52
12/22	UNITED 0162923514081 713-324-5000 TX	7.00
12/25	122112 1 E LGA ORD	
12/29		
12/31		
12/30		
	0	
12/31		
	0	
12/31		
	0	
12/31		
	0	
12/31		
	01	
01/01		
01/02		

TRANSACTIONS THIS CYCLE (CARD 2874) \$9,718.95
INCLUDING PAYMENTS RECEIVED

12/21	Payment Thank You - Web COHERENT ECONOMICS	-10,332.02
	TRANSACTIONS THIS CYCLE (CARD 2882)	-\$10,332.02
12/05	[REDACTED]	
12/13	FEDEX 801542917568 800-4633339 TN LAURA MCINTYRE	38.85
	TRANSACTIONS THIS CYCLE (CARD 0174)	\$47.10
12/05	[REDACTED]	
	KIM FRANKEL	
	TRANSACTIONS THIS CYCLE (CARD 5322)	\$60.56

2013 Totals Year-to-Date

Total fees charged in 2013	\$0.00
Total interest charged in 2013	\$67.89

Year-to-date totals reflect all charges minus any refunds applied to your account.

INTEREST CHARGES

Your Annual Percentage Rate (APR) is the annual interest rate on your account.

Balance Type	Annual Percentage Rate (APR)	Balance Subject To Interest Rate	Interest Charges
PURCHASES			
Purchases	13.24% (v)	\$6,038.40	\$67.89
CASH ADVANCES			
Cash Advances	19.24% (v)	-0-	-0-
BALANCE TRANSFERS			
Balance Transfer	13.24% (v)	-0-	-0-

This Statement is a Facsimile - Not an original

UNITED

Make your check payable to:
Chase Card Services.
Please write amount enclosed.
New address or e-mail? Print on back.

1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17 18 19 20 21 22 23 24 25 26 27 28 29 30 31 32 33 34 35 36 37 38 39 40 41 42 43 44 45 46 47 48 49 50 51 52 53 54 55 56 57 58 59 60 61 62 63 64 65 66 67 68 69 70 71 72 73 74 75 76 77 78 79 80 81 82 83 84 85 86 87 88 89 90 91 92 93 94 95 96 97 98 99 100 101 102 103 104 105 106 107 108 109 110 111 112 113 114 115 116 117 118 119 120 121 122 123 124 125 126 127 128 129 130 131 132 133 134 135 136 137 138 139 140 141 142 143 144 145 146 147 148 149 150 151 152 153 154 155 156 157 158 159 160 161 162 163 164 165 166 167 168 169 170 171 172 173 174 175 176 177 178 179 180 181 182 183 184 185 186 187 188 189 190 191 192 193 194 195 196 197 198 199 200 201 202 203 204 205 206 207 208 209 210 211 212 213 214 215 216 217 218 219 220 221 222 223 224 225 226 227 228 229 230 231 232 233 234 235 236 237 238 239 240 241 242 243 244 245 246 247 248 249 250 251 252 253 254 255 256 257 258 259 260 261 262 263 264 265 266 267 268 269 270 271 272 273 274 275 276 277 278 279 280 281 282 283 284 285 286 287 288 289 290 291 292 293 294 295 296 297 298 299 300 301 302 303 304 305 306 307 308 309 310 311 312 313 314 315 316 317 318 319 320 321 322 323 324 325 326 327 328 329 330 331 332 333 334 335 336 337 338 339 340 341 342 343 344 345 346 347 348 349 350 351 352 353 354 355 356 357 358 359 360 361 362 363 364 365 366 367 368 369 370 371 372 373 374 375 376 377 378 379 380 381 382 383 384 385 386 387 388 389 390 391 392 393 394 395 396 397 398 399 400 401 402 403 404 405 406 407 408 409 410 411 412 413 414 415 416 417 418 419 420 421 422 423 424 425 426 427 428 429 430 431 432 433 434 435 436 437 438 439 440 441 442 443 444 445 446 447 448 449 450 451 452 453 454 455 456 457 458 459 460 461 462 463 464 465 466 467 468 469 470 471 472 473 474 475 476 477 478 479 480 481 482 483 484 485 486 487 488 489 490 491 492 493 494 495 496 497 498 499 500 501 502 503 504 505 506 507 508 509 510 511 512 513 514 515 516 517 518 519 520 521 522 523 524 525 526 527 528 529 530 531 532 533 534 535 536 537 538 539 540 541 542 543 544 545 546 547 548 549 550 551 552 553 554 555 556 557 558 559 560 561 562 563 564 565 566 567 568 569 570 571 572 573 574 575 576 577 578 579 580 581 582 583 584 585 586 587 588 589 590 591 592 593 594 595 596 597 598 599 600 601 602 603 604 605 606 607 608 609 610 611 612 613 614 615 616 617 618 619 620 621 622 623 624 625 626 627 628 629 630 631 632 633 634 635 636 637 638 639 640 641 642 643 644 645 646 647 648 649 650 651 652 653 654 655 656 657 658 659 660 661 662 663 664 665 666 667 668 669 670 671 672 673 674 675 676 677 678 679 680 681 682 683 684 685 686 687 688 689 690 691 692 693 694 695 696 697 698 699 700 701 702 703 704 705 706 707 708 709 710 711 712 713 714 715 716 717 718 719 720 721 722 723 724 725 726 727 728 729 730 731 732 733 734 735 736 737 738 739 740 741 742 743 744 745 746 747 748 749 750 751 752 753 754 755 756 757 758 759 760 761 762 763 764 765 766 767 768 769 770 771 772 773 774 775 776 777 778 779 780 781 782 783 784 785 786 787 788 789 790 791 792 793 794 795 796 797 798 799 800 801 802 803 804 805 806 807 808 809 810 811 812 813 814 815 816 817 818 819 820 821 822 823 824 825 826 827 828 829 830 831 832 833 834 835 836 837 838 839 840 841 842 843 844 845 846 847 848 849 850 851 852 853 854 855 856 857 858 859 860 861 862 863 864 865 866 867 868 869 870 871 872 873 874 875 876 877 878 879 880 881 882 883 884 885 886 887 888 889 890 891 892 893 894 895 896 897 898 899 900 901 902 903 904 905 906 907 908 909 910 911 912 913 914 915 916 917 918 919 920 921 922 923 924 925 926 927 928 929 930 931 932 933 934 935 936 937 938 939 940 941 942 943 944 945 946 947 948 949 950 951 952 953 954 955 956 957 958 959 960 961 962 963 964 965 966 967 968 969 970 971 972 973 974 975 976 977 978 979 980 981 982 983 984 985 986 987 988 989 990 991 992 993 994 995 996 997 998 999 1000 1001 1002 1003 1004 1005 1006 1007 1008 1009 1010 1011 1012 1013 1014 1015 1016 1017 1018 1019 1020 1021 1022 1023 1024 1025 1026 1027 1028 1029 1030 1031 1032 1033 1034 1035 1036 1037 1038 1039 104

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300010010 15715500710

Manage your account online:
www.chase.com/businesscards

Additional contact information on back

PAYMENT INFORMATION

New Balance	\$10,332.02
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Payment Due Date	12/24/12
Minimum Payment Due	\$175.00

Minimum Payment Warning: Enroll in Auto-Pay and avoid missing a payment. To enroll, call the number on the back of your card or go to the web site listed above.

11/03/12 - 12/02/12

Thank you for choosing the United MileagePlus

Thank you for choosing the United MileagePlus Visa! Please visit www.united.com/chase to see all of your redemption options!
1-800-421-4655 (MileagePlus)
1-800-241-8522 (Reservations)

Your United MileagePlus Visa allows you to earn unlimited miles for your everyday spend! You earn 2 miles for every \$1 you spend at United Airlines and 1 mile for every \$1 you spend on all other purchases.

Date of Transaction	Merchant Name or Transaction Description	\$ Amount
---------------------	--	-----------

11/05

ACCOUNT ACTIVITY (CONTINUED)

Date of Transaction	Merchant Name or Transaction Description	\$ Amount
11/08	[REDACTED]	[REDACTED]
11/07	[REDACTED]	[REDACTED]
11/08	O'HARE - A,B,C LOT CHICAGO IL	78.00
11/07	[REDACTED]	[REDACTED]
11/08	[REDACTED]	[REDACTED]
11/07	[REDACTED]	[REDACTED]
11/08	INTERCONTINENTAL HOTELS NEW YORK NY	80.08
11/09	[REDACTED]	[REDACTED]

11/09
 11/10
 11/12
 11/13
 11/12

11/12

11/12

11/14
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 11/26
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 11/30

11/30
 11/30

12/02

ALAN S FRANKEL
 TRANSACTIONS THIS CYCLE (CARD 2874) \$7,544.73
 INCLUDING PAYMENTS RECEIVED

11/02	[REDACTED]	[REDACTED]
	LAURA MCINTYRE	
	TRANSACTIONS THIS CYCLE (CARD 2874) \$7.80	
11/09	[REDACTED]	[REDACTED]
11/23	[REDACTED]	[REDACTED]
	KIM FRANKEL	
	TRANSACTIONS THIS CYCLE (CARD 5322) \$82.12	

2012 Totals Year-to-Date

Total fees charged in 2012	\$172.40
Total interest charged in 2012	\$72.48

Year-to-date totals reflect all charges minus any refunds applied to your account.

INTEREST CHARGES

Your Annual Percentage Rate (APR) is the annual interest rate on your account.

Balance Type	Annual Percentage Rate (APR)	Balance Subject To Interest Rate	Interest Charges
PURCHASES			
Purchases	13.24% (v)	\$6,660.73	\$72.48
CASH ADVANCES			
Cash Advances	19.24% (v)	-0-	-0-

This Statement is a Facsimile - Not an original

Hotels.com Confirmation Number: **110985375015**

Booked: Online - Wednesday, November 7, 2012 2:29:24 PM CST

Your Receipt

Billing Name: Alan Frankel

Billing Address: 60089

US

Company details:

Coherent Economics

Booking Details

Guest Name:	Alan Frankel	Room Type:	Deluxe Room
Check-in:	Wednesday, November 7, 2012	Hotel Details:	InterContinental New York Barclay
Check-out:	Thursday, November 8, 2012		111 E 48th St
			New York
Number of Nights:	1		US
Number of Rooms:	1		

Charges:	USD \$
Wednesday, November 7, 2012:	\$599.00
Discount applied:	\$0.00
Sub-total:	\$599.00
Tax recovery charges:	\$91.85
VAT:	\$0.00
Service fees:	\$0.00
Total Price:	\$690.85
Amount paid:	\$690.85
Amount still due to Hotels.com:	\$0.00
Payment Method:	Visa
Credit Card Number:	XXXXXXXXXXXX2874

Cancellation Policy**Free cancellation until 11/06/12**

- If you change or cancel your reservation after 6:00 PM, 11/06/12 ((GMT-05:00) Eastern Time (US & Canada)) you will be charged for 1 night (including tax)

We will not be able to refund any payment for no-shows or early check-out.

Hotels.com has charged you for the full payment of this booking.

Any additional charges and fees incurred during your stay will be charged to your hotel's local currency and may be subject to a foreign exchange fee.

This receipt was printed on: Tuesday, March 19, 2013 4:39:45 PM CDT

Invoice number: 1363729185683-110985375015

This is not a VAT invoice.

Retain this copy for statement verification.

Please note that if you make changes in your booking, they could result in charges applicable by policy and availability.

When you book a hotel located in the EU, Hotels.com, LP does not issue VAT invoices because it does not charge VAT on your bookings. This is due to the operation of a special EU VAT scheme for tour operators and travel agents which applies to Hotels.com, LP (a limited partnership established in the United States). Your booking confirmation does however act as a payment proof. The "tax" charges referred to on your booking confirmation therefore do not relate to VAT charged to you by Hotels.com, LP, but to any transaction taxes incurred by Hotels.com, LP (e.g. sales and use, hotel occupancy tax, excise tax, value added tax, etc) that Hotels.com, LP pays directly to the hotel in relation to your booking.

Please see the website for Terms and Conditions:

http://www.hotels.com/customer_care/terms_conditions.html?pos=HCOM_US&locale=en_US

Hotels.com, LP 10440 N. Central Expressway, Suite 400, Dallas, Texas 75231 USA

Hotels.com®
Finding You The Perfect Place™



Hotels.com Confirmation Number: **111021752008**

Booked: Online - Monday, November 12, 2012 10:43:24 AM CST

Your Receipt

Billing Name: Alan Frankel
Billing Address: 60089
US

Booking Details

Guest Name:	Alan Frankel	Room Type:	Executive King & Hosted Wine Reception
Check-in:	Monday, November 19, 2012	Hotel Details:	The Muse Hotel, a Kimpton Hotel
Check-out:	Tuesday, November 20, 2012		130 W 46th St New York
Number of Nights:	1		US
Number of Rooms:	1		

Charges:	USD \$
Monday, November 19, 2012:	\$311.20
Discount applied:	\$0.00
Sub-total:	\$311.20
Tax recovery charges:	\$49.40
VAT:	\$0.00
Service fees:	\$0.00
Total Price:	\$360.60
Amount paid:	\$360.60
Amount still due to Hotels.com:	\$0.00
Payment Method:	Visa

Credit Card Number:

XXXXXXXXXXXX2874

*Cancellation Policy****Free cancellation until 11/18/12***

- *If you change or cancel your reservation after 6:00 PM, 11/18/12 ((GMT-05:00) Eastern Time (US & Canada)) you will be charged for 1 night (including tax)*

We will not be able to refund any payment for no-shows or early check-out.

Hotels.com has charged you for the full payment of this booking.

Any additional charges and fees incurred during your stay will be charged to your hotel's local currency and may be subject to a foreign exchange fee.

This receipt was printed on: Tuesday, March 19, 2013 4:41:42 PM CDT

Invoice number: 1363729302997-111021752008

This is not a VAT invoice.

Retain this copy for statement verification.

Please note that if you make changes in your booking, they could result in charges applicable by policy and availability.

When you book a hotel located in the EU, Hotels.com, LP does not issue VAT invoices because it does not charge VAT on your bookings. This is due to the operation of a special EU VAT scheme for tour operators and travel agents which applies to Hotels.com, LP (a limited partnership established in the United States). Your booking confirmation does however act as a payment proof. The "tax" charges referred to on your booking confirmation therefore do not relate to VAT charged to you by Hotels.com, LP, but to any transaction taxes incurred by Hotels.com, LP (e.g. sales and use, hotel occupancy tax, excise tax, value added tax, etc) that Hotels.com, LP pays directly to the hotel in relation to your booking.

Please see the website for Terms and Conditions:

http://www.hotels.com/customer_care/terms_conditions.html?pos=HCOM_US&locale=en_US

Hotels.com, LP 10440 N. Central Expressway, Suite 400, Dallas, Texas 75231 USA

Hotels.com®
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BISTRO
bis

Please charge the total amount below to:
(Please Print)

Date 11/06/2012

Name CLAUDE

Room # 112

Subtotal \$ 68.20

Tip \$ 14.00

Total \$ 82.20

Signature [Signature]

THANK YOU
O'Hare International Airport
Parking Facility - Lot A
PO Box 66179, Chicago, IL, 60666-0179
Tel: (773) 686-7532

DAILY TICKET

Transaction-Id: 14202-14471
In: 1/10/2013 8:30 AM
Out: 1/10/2013 10:04 PM
Duration: 13:34
Lane: 42
Vehicle LPN: K629560
ID: mkapa
Parking Fees \$ 33.00
Validations: \$ 0.00
Total: \$ 33.00
CREDIT CARD \$ 33.00
Balance Due \$ 0.00
VISA XXXXXXXXXXXX2874
Auth 09252G

Includes All Applicable Taxes

START SHIFT 1/10/2013 14
:19

I ♥ NEW YORK

HACK #: 05083897
MEDALLION 1T17
01/10/2013 14:21 - 14:39
TRIP# 4275 RATE# 1
STAND. CITY RATE
MILES R1 8.73
FARE R1 \$ 26.00
STATE SRCHG\$ 0.50
TOLLS \$ 4.80
GRAND TOTAL \$ 31.30

Contact TLC Dial 3-1-1

MED# 1N70
DRIVER: 5001799
11/20/12 TR 5694
START END MILES
17:12 18:12 10.7
Regular Fare
RATE 1:\$ 44.00
SURCH: \$ 1.00
TriBB:\$ 4.80
StSrch:\$ 0.50
TOTAL: \$ 50.30
THANKS
TO CONTACT TLC
DIAL 3-1-1

EXHIBIT C

San Marino Supplemental Expenses Information

Coach Rate Confirmation for December 2012 trip



brad cornell <bradfordcornell@gmail.com>

TRAVEL INVOICE FOR CORNELL/WARREN BRADFORD TRAVEL DATE 18Dec

1 message

Invoice / Ticket Receipt

Total Invoice Amount: \$5,160.60 USD

ElectronicTicket Number: 0017149276495

Invoice Number: 0130846

Ticket Amount: \$5,128.60 USD

Form of Payment: CA*****4722

This ticket information applies to the following trip(s):

American Airlines Flight 4 from Los Angeles to New York on December 18

American Airlines Flight 19 from New York to Los Angeles on December 22

Service Fee Number: 8900584483356

Invoice Number: 0130847

Service Fee Amount: \$32.00 USD

Form of Payment: CA*****4722

Travel Summary – Agency Record Locator LSGAAE

Traveler

CORNELL / WARREN BRADFORD

Reference number by traveler: Not Applicable

Date	From/To	Flight/Vendor	Status	Depart/Arrive	Class/Type
12/18/2012	LAX-JFK	AA 4	Confirmed	12:00 PM/08:30 PM	First / F
12/18/2012	LGA	The London Nyc	Confirmed	12/18-12/22	
12/22/2012	JFK-LAX	AA 19	Confirmed	10:30 AM/01:40 PM	Business / I

AIR - Tuesday, December 18 2012 - Agency Record Locator LSGAAE

American Airlines Flight AA4 First Class

Depart: Los Angeles International Airport, TERMINAL 4
Los Angeles, California, United States
12:00 PM Tuesday, December 18 2012
Weather

Arrive: John F Kennedy Intl, TERMINAL 8
New York, New York, United States
08:30 PM Tuesday, December 18 2012
Weather

Duration: 5 hour(s) and 30 minute(s) Non-stop
Status: Confirmed - American Airlines Record Locator: LSGAAE
Meal: Lunch
Equipment: Boeing 767-200 Passenger
Seat: 03B Confirmed
FF Number: AAXXX358 - CORNELL/WARREN BRADFORD

HOTEL - Tuesday, December 18 2012

The London Nyc

Address: 151 West 54th Street New York, NY 10019 United States
Tel: +1 (212) 307-5000
Fax: +1 (212) 468-8727
Check In/Check Out: Tuesday, December 18 2012 - Saturday, December 22 2012
Status: Confirmed
Number of Persons: 1
Number of Rooms: 1
Number of Nights: 4
Rate per night: USD 399.00 plus tax and/or additional fees
Guaranteed: Yes
Confirmation: 154038668
Cancellation Policy: Cancel 24HOURS prior to arrival to avoid any charges.
Description: BEST AVAILABLE RATE;LONDON SUITE 500 SQ FT 1 BDRM;WIRELESS INT IHOME
IPOD 2 LG F
Remarks: EARLY DEPARTURE MAY RESULT IN A FEE

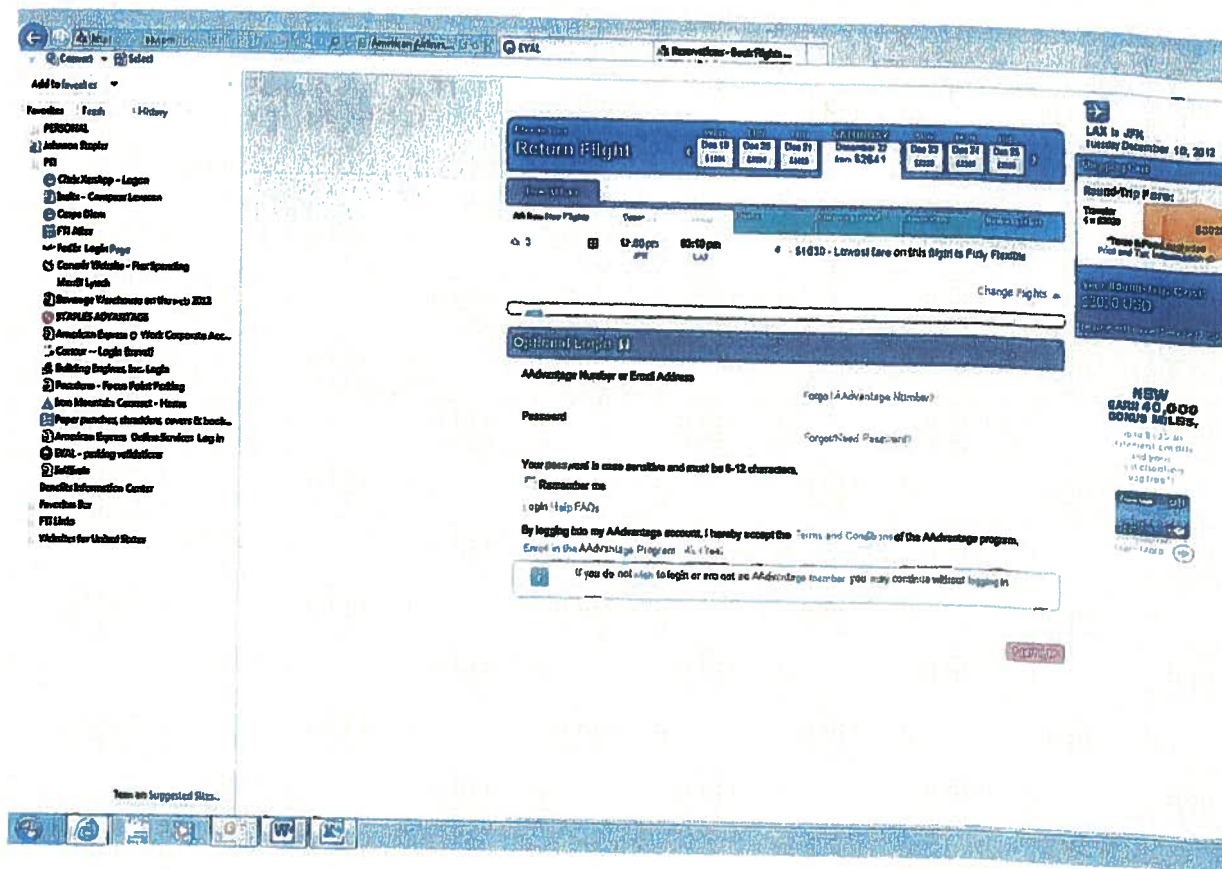
AIR - Saturday, December 22 2012 - Agency Record Locator LSGAAE

American Airlines Flight AA19 Business Class

Depart: John F Kennedy Intl, TERMINAL 8
New York, New York, United States
10:30 AM Saturday, December 22 2012
Weather

Arrive: Los Angeles International Airport, TERMINAL 4
Los Angeles, California, United States
01:40 PM Saturday, December 22 2012
Weather

Duration: 6 hour(s) and 10 minute(s) Non-stop
Status: Confirmed - American Airlines Record Locator: LSGAAE
Meal: Lunch
Equipment: Boeing 767-200 Passenger



CALL TO AMERICAN AIRLINES TO DETERMINE
ROUND TRIP COACH RATE FROM LAX TO JFK

\$ 3,020.

Brad Cornell Expenses
December 18-22, 2012 NY Trip
Rescap

RT Airfare (LAX-JFK) at coach rate	\$3,020.00
Travel Agency Fee	32.00
Travel Agency Fees for Cancelled/Modified Itinerary (3 changes at \$32/each)	96.00
La Canada Car Service (RT home/LAX)	208.00
The London NYC Hotel (3 nights at \$463.36/night)	1,390.05
Hotel minibar (snacks)	14.15
Taxi - JFK to hotel (12/18)	67.70
Taxi - Hotel to JFK (12/22)	63.00
12/18 - Dinner/Ray's Pizza	4.63
12/19 - Breakfast/Au Bon Pain	3.47
12/19 - Dinner/Ray's Pizza; Lindt Chocolate	9.52 11.26 OK
12/20 - Breakfast/Au Bon Pain	3.47
12/20 - Dinner/You Decide What's Inside; Lindt Chocolate	6.93 ✓
12/21 - Breakfast/Au Bon Pain	4.87 ✓
12/21 - Snack/Lindt Chocolate	4.19
12/21 - Dinner/Pazza Notte	30.04 20.00
12/22 - Breakfast/Au Bon Pain	3.47

GRAND TOTAL

\$4,961.49